"Each and every Spider-man, -woman and -person feels unique and realized to often great, hilarious effect."
—AiPT!

MARVEL

SPIDER-GEDDON

GAGE
SLOTT
MOLINA
BARBERI
CURIEL

SPIDER-GEDDON

SOME TIME AGO, THE SPIDER-POWERED HEROES OF MANY UNIVERSES UNITED IN BATTLE TO DEFEAT THE RAPACIOUS INHERITORS, A FAMILY OF SEEMINGLY IMMORTAL BEINGS WHO FED ON THE LIFE ESSENCE OF SPIDERS. THE SPIDER-ARMY DESTROYED THE CLONING MACHINES THAT MADE THE INHERITORS IMMORTAL, AND TRAPPED THEM ON A POISONOUS RADIOACTIVE PLANET, SAVING THE SPIDERS OF THE MULTIVERSE FROM A HORRIFIC FATE.

THE VETERANS OF THE WAR FOR THE SPIDER-VERSE RETURNED TO THEIR LIVES — TO OCCUPATIONS AND DISTRACTIONS HEROIC AND MUNDANE.

THE INHERITORS WAITED...

SPIDER-GEDDON

SPIDER-GEDDON #0 — "NEW PLAYERS"

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"CHECK-IN"

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SPIDER-GEDDON #0

WELCOME BACK TO *JUST THE FACTS* WITH J. JONAH JAMESON. FRIENDS, I TRIED. I REALLY TRIED TO BE MORE OPEN-MINDED ABOUT SPIDER-MAN. AND, LIKE IN ALL OF MY ENDEAVOURS, I SUCCEEDED.

UNTIL NOW!

LOOK AROUND. DOES IT SEEM TO YOU LIKE EVERYTHING'S IN CHAOS? MAYOR OSBORN RESIGNING, AN ENDLESS PARADE OF PSYCHOS TRYING TO REPLACE WILSON FISK AS CRIME BOSS OF NEW YORK...***NAZIS MADE OF BEES...***

NOW, I'M NOT SAYING ALL THESE THINGS ARE SPIDER-MAN'S FAULT. I BELIEVE IN PERSONAL RESPONSIBILITY. BUT WHAT HE DOES BETTER THAN ANYONE IS MAKE BAD SITUATIONS ***WORSE.*** IT'S LIKE WHEN YOU ALREADY HAVE TO PEE AND THE GRANDKIDS JUMP ON YOUR LAP.

ANNND MUTE.

I REALLY DON'T KNOW WHY I TORTURE MYSELF LISTENING TO HIM. THERE'S CONSIDERING THE OTHER POINT OF VIEW, AND THEN THERE'S JUST BANGING YOUR HEAD AGAINST A WALL.

AH, BACK TO THE WORLD OF SANE PEOPLE.

Incoming

Mary Jane Watson

HEY, MJ. WHAT'S UP?

WE JUST GOT WORD AT THE *BUGLE*...SOME MANIAC IN A COSTUME IS TEARING UP A BANK IN THE FINANCIAL DISTRICT.

I'M ON IT. THANKS. WHEN IT'S OVER, THE INSIDE SCOOP IS ALL YOURS.

JUST FYI... THIS GUY WEARS SOME KIND OF SPIDER SYMBOL. INITIAL REPORTS THOUGHT IT MIGHT BE YOU.

OH, GREAT. JAMESON'S GONNA BE ALL OVER THAT.

I WAS MORE THINKING YOU SHOULD MAKE SURE THE COPS DON'T SHOOT YOU BY MISTAKE, BUT SURE, BE MORE CONCERNED WITH WHAT A TINFOIL-HAT PODCAST HOST THINKS.

THAT'S FAIR. NOT GONNA CHANGE MY NEUROSES, BUT FAIR. I'M ALMOST THERE... TALK TO YOU SOON.

WOW. *YOU* DID ALL THIS? THAT WAS SOME TANTRUM.

AH, SPIDER-MAN. I HOPED WE'D MEET.

DID YOU ALSO HOPE YOU'D GO TO JAIL? 'CAUSE IF SO, I HAVE GREAT NEWS.

AS OVERCONFIDENT AS I'D HEARD.

YOUNG, STUPID AND ARROGANT...

THWIP

FWOOSH

...EASY PREY FOR *THE TARANTULA!*

YIKES!

AND HOLY COPYRIGHT INFRINGEMENT! YOU'LL HEAR FROM MY LAWYER...

...AS SOON AS I GET ONE.

CONSIDER THIS A "CEASE AND DESIST."

THWIP TZZZTT

YOUR ELECTRIC WEBBING WON'T AFFECT ME, *MIJO*. MY ARMS ARE GROUNDED.

AS YOU WILL BE SOON.

YEOW! OKAY, PAL, YOU'VE GOT A BUNCH OF COOL GADGETS. BUT DO YOU HAVE A ***WEB BOMB?***

WHAT IS A--

BEEP BEEEEP

KWOOMF

THAT'S A WEB BOMB.

NOT AS STRONG AS MY NORMAL WEBS, BUT THEY'LL HOLD YOU LONG ENOUGH FOR WHAT I CALL THE PATENTED SPIDER-MAN "SLEEPY-TIME" PUNCH.

DON'T GO STEALING *THAT* TOO, OKAY? NOW CLOSE YOUR EYES--

SPIDER-MAN OF EARTH-1048!

I AM THE *SUPERIOR* SPIDER-MAN OF EARTH-616!

YOU ARE NEEDED!

WAAAH!

CAN WE PUT THE BRAKES ON VARIANT SPIDER-PEOPLE FOR TWO SECONDS?

T-CHAK

THWIP

WHOA! EXTENDO-ARMS. DEJA VU!

WAIT, DID TARANTULA RIP YOU OFF TOO? OR IS IT THE OTHER WAY AROUND? I'M GETTING MY LAWSUITS CONFUSED HERE.

I'M NOT YOUR ENEMY, STRIPLING!

THEN WHY ARE YOU FIGHTING ME INSTEAD OF THE BAD GUY?

HE'S INCONSEQUENTIAL! I'M TRYING TO MAKE YOU *LISTEN!*

YOU'RE FAST. LET ME GUESS--SPIDER-SENSE?

OF COURSE. AT LAST YOU SEE RESISTANCE IS FUTILE. SO IF I MAY SPEAK UNINTERRUPTED--

SHRRIIPP

THE TARANTULA IS FREE!

I'LL DEAL WITH THIS DOLT.

LET ME. THIS WORKED ONCE--

TAK

BEEP BEEEEP

I KNOW WHAT A WEB BOMB IS NOW, SPIDER-GRINGO.

BWOOM

¡ADIÓS, IDIOTAS!

AHEH. MY BAD.

I BET THIS KIND OF THING HAPPENS TO YOU ALL THE TIME IN YOUR DIMENSION, *HUH?*

IT DOES *NOT.*

AND YET, I AM ABLE TO FREE US USING A DISSOLVING SOLUTION IN MY ARMS. BECAUSE I FORESAW THE POSSIBILITY OF SOMETHING LIKE THIS.

WHICH, PERHAPS, IS WHY YOU SHOULD *HEAR ME OUT.*

FSSSS

OKAY, FINE. BUT NOT HERE. MY RELATIONSHIP WITH THE COPS IS ALWAYS ON "IT'S COMPLICATED" STATUS.

HH. VERY WELL. BUT MY PATIENCE WEARS THIN.

FIND US A PLACE WHERE WE WILL *NOT* BE DISTURBED.

IMMORTAL ENERGY VAMPIRES. WHO EAT SPIDER-PEOPLE.

THE *INHERITORS*, YES.

SO WE ALL HAVE TO TEAM UP TO STOP THEM OR THEY'LL TURN YOUR EARTH INTO THEIR NEW HQ AND KILL US ALL.

YES.

AND I WAS *JUST* GETTING USED TO NAZIS MADE OF BEES.

MAN. ALTERNATE EARTHS...CAN I JUST GEEK OUT ON THAT FOR A MINUTE? I KNOW ALL THE QUANTUM THEORY, BUT STILL, TO HAVE IT CONFIRMED...

SO ARE WE, LIKE, THE SAME PERSON? 'CAUSE, NO OFFENSE, BUT IT'S REALLY *NOT* LIKE LOOKING IN A MIRROR.

YOU DO HAVE A COUNTERPART ON MY WORLD. THAT IS, I PRESUME YOU ARE PETER PARKER. YOU CERTAINLY ACT LIKE ONE.

I, HOWEVER, AM NOT.

MY NAME IS... *OTTO OCTAVIUS.*

HOLY--!

I TAKE IT THIS WORLD'S OCTAVIUS IS... OTHER THAN HEROIC.

HE-- I--

THERE'S HISTORY THERE. HE WAS KINDA MY MENTOR... BEFORE HE LOST HIS MIND.

SORRY. IT'S HARD TO GET PAST. I...

...LOST A LOT.

I MEAN, I GET IT-- DR. OCTAVIUS DID HAVE GOOD IN HIM. I KNOW IT.

AND IF HE HADN'T GONE DOWN THE WRONG PATH, I COULD SEE HIM BEING YOU.

MINUS A FEW POUNDS. AND YEARS.

WELL. TIME IS OF THE ESSENCE, AND WE HAVE DIMENSIONS TO TRAVERSE--

HOLD UP. THERE'S UNFINISHED BUSINESS HERE.

IT'S MY FAULT HE GOT AWAY. I NEED TO STOP HIM.

WHAT?

JUST HEARD THE POLICE BAND-- TARANTULA HIT A RESEARCH FACILITY. INJURED SOME COPS. IT'S A SHOOT-OUT.

DIDN'T YOU *LISTEN?* THERE IS A PAN-DIMENSIONAL *CRISIS!*

AND IT SOUNDS LIKE THERE'S A BUNCH OF SPIDER-PEOPLE ON IT. HERE, THERE'S JUST ME... AND A LUNATIC WHO'S GONNA KILL SOMEONE IF I DON'T STEP IN.

BESIDES, ALL I'VE GOT IS YOUR WORD.

AND, NO OFFENSE, BUT I'VE BEEN LIED TO BY OTTO OCTAVIUSES BEFORE.

OCTAVII?

THEN *THE DIE IS CAST!*

YEAH, I KINDA THOUGHT IT MIGHT COME TO THIS.

IT DID WITH MY OTTO. FIGURES IT WOULD WITH YOU.

YOU... MISUNDERSTAND. I SHALL HELP YOU DEFEAT THE TARANTULA.

AFTER WHICH I... ***REQUEST***... THAT YOU ACCOMPANY ME, TO SEE THE TRUTH OF MY WORDS.

UNEXPECTED.

I'M LIKING THE USE OF "REQUEST," EVEN THOUGH IT SOUNDED LIKE IT HURT TO SAY. *HMM...*

OKAY. YOU'VE GOT A DEAL.

SPLENDID. THEN LET US MAKE HASTE.

LARCENY IS ONE THING, BUT THE TARANTULA STRIKING A RESEARCH FACILITY SPEAKS TO A POTENTIALLY FAR ***DEADLIER*** SCHEME.

HA HA HA HAAAA!

PLEASE, SEND MORE OF YOUR USELESS LACKEYS. LIKE ALL GOVERNMENTS, YOU ARE AS INEFFICIENT AS YOU ARE CORRUPT!

IN MY COUNTRY, THE CARTEL *IS* THE GOVERNMENT. OR WILL BE, WHEN I RETURN WITH THE NERVE GAS.

IN THIS WORLD, POWER DEPENDS ON ONE'S ABILITY TO RAIN DEATH. COME FORWARD, LET ME SHOW YOU HOW IT'S DONE!

I ASSUME YOU REFER TO *EMPTY BOASTING.*

HA! NOT FAST EN--

UGGH!

HE'S STUNNED, BUT HIS ARMS ARE STILL ATTACKING! MUST BE SOME KIND OF A.I.!

HOW ARE WE SUPPOSED TO GET THROUGH *THAT?*

=GROAN=

WE DO NOT.

BUT SOMEONE'S GOING TO GET KILLED!

AGAIN, YOU MISUNDERSTAND.

YOU SAID "SOME KIND OF ARTIFICIAL INTELLIGENCE."

AFTER CURSORY OBSERVATION, I KNOW *EXACTLY* WHAT KIND.

YOU'VE GOT SPIDER-BOTS? *ME TOO!* MINE ARE...

...NOWHERE NEAR AS SOPHISTICATED AS THIS. WOW.

ROBOTICS IS A SPECIALTY OF MINE...

...AS IS NEURAL INTERFACE BETWEEN MIND AND BODY.

HOW TO MAKE IT WORK...

...OR NOT.

¿QUÉ? WHAT IS HAPPENING?

I DID NOT ORDER THIS! WORK, DAMN YOU! WORK!

TROUBLE WITH YOUR TARANTULA? GOOD NEWS, I'M FROM I.T.

FIRST STEP:

SHUT IT DOWN.

WHAKAM

THEN WAIT TEN TO FIFTEEN YEARS IN PRISON BEFORE TURNING IT BACK ON.

SOMEWHERE, IN THE INFINITE MULTIVERSE, YOU MUST HAVE A COUNTERPART WHO DOESN'T BEHAVE LIKE A COMEDIAN ON OPEN MICROPHONE NIGHT.

CLEARLY, THIS IS NOT THAT WORLD.

OKAY, I'M IMPRESSED.

WHAT YOU FIGURED OUT ABOUT HIS TECH, IN A MATTER OF SECONDS...AND YOU HAD *EXACTLY* WHAT YOU NEEDED TO STOP IT...

I WOULD'VE JUST WADED IN. AND MAYBE FOLKS WOULD'VE BEEN HURT...OR WORSE.

THERE IS SOMETHING TO BE SAID FOR EXPERIENCE...MEASURED THOUGHT...A MORE *ANALYTICAL* APPROACH.

I GUESS...YOU'RE WHAT *MY* OTTO OCTAVIUS COULD HAVE BEEN, IF HIS MIND AND BODY HADN'T BETRAYED HIM.

AND I'M NOT GONNA LIE...SEEING THAT HELPS. IN A SMALL WAY.

I'LL FOLLOW YOU. JUST TELL ME WHAT TO DO.

I HAVE KNOWN OTHERS LIKE YOU. YOU ARE ALL IMPULSIVE... RASH.

YET... UNQUESTIONABLY BRAVE.

I HAVE NO DOUBT THAT YOUR WORLD'S OTTO OCTAVIUS... IF HIS MENTAL FACULTIES WERE INTACT...WOULD BE PROUD OF YOU.

THAT...MEANS A LOT. MORE THAN I WOULD'VE THOUGHT.

LOOK, WE SHOULD PROBABLY GO, IF THINGS ARE AS URGENT AS YOU SAY. I'VE GOT SOME QUICK THINGS TO DO FIRST, SO--

WAIT. THIS WORLD'S OTTO OCTAVIUS...

...WHERE MIGHT HE BE FOUND?

The Raft Supermax Prison.

HE'S IN THE RAFT. NO VISITORS.

BUT I CAN SHOW YOU A PICTURE FROM MY MASK'S HEADS-UP DISPLAY.

ARE YOU SURE YOU WANT TO SEE THIS?

HE'S GOT A DEBILITATING NEUROLOGICAL CONDITION. EXPOSURE TO TOXIC SUBSTANCES IN HIS RESEARCH DAMAGED HIS NERVOUS SYSTEM.

SHOW ME.

I... SEE.

DID THAT HELP AT ALL?

YES. A CAUTIONARY TALE. OF THE STATE IN WHICH I COULD BE...

...A STATE OTTO OCTAVIUS SHALL *NEVER* SUFFER.

Home of Earth-1048's Miles Morales.

AGAIN: I'M NOT SAYING LOOK FOR TROUBLE. I'M SAYING IF THERE'S A REAL *EMERGENCY* WHILE I'M GONE, AND YOU THINK YOU CAN HANDLE IT--

GOT IT. I'M READY, PETE! AND MJ SAID SHE'D HELP ME THE WAY SHE DOES YOU. IT'LL BE FINE.

THE BOY HAS POWERS AS WELL? WE CAN ALWAYS USE MORE--

NO. HE'S NOT READY FOR SOMETHING AS BIG AS THIS SOUNDS. AND...IF I DON'T COME BACK...I NEED TO KNOW SOMEONE'S TAKING MY PLACE HERE.

SPEAKING OF NOT COMING BACK...ONE MORE STOP I NEED TO MAKE.

PERHAPS I SHOULDN'T SAY THIS...BUT YOUR RELATIONSHIP WITH MS. WATSON IS REPLICATED ON OTHER WORLDS. AND IS A SOURCE OF STRENGTH FOR BOTH OF YOU ON MOST.

REALLY? WOW. I APPRECIATE YOU TELLING ME... FOR REAL.

HAVE YOU GOT SOMEONE LIKE THAT?

I...HAVE NO ROOM FOR SUCH THINGS IN MY LIFE.

NOW LET'S MAKE HASTE...

...FOR WE MAY VERY WELL BE FACING AN ARMAGEDDON.

I THINK YOU MEAN *SPIDER-GEDDON!* OOH, CAN WE CALL IT THAT?

CERTAINLY NOT. I WOULD NEVER USE SUCH A PATENTLY RIDICULOUS TERM.

I'M TRADEMARKING IT. I'M WRITING THE THEME SONG IN MY HEAD.

SOMEWHERE, THERE MUST BE A WORLD WITH A *MUTE* SPIDER-MAN...

Seven months ago...

THIS IS SUCH A WASTE OF RESOURCES.

BITE IT, YOU SCUM

YOU BELIEVE IT A WASTE OF RESOURCES TO KEEP THE INHERITORS UNDER SURVEILLANCE? WE CAN'T GO THERE *OURSELVES.*

"I BELIEVE" IT'S A WASTE OF RESOURCES TO LET THEM KEEP ***BREATHING,*** PAVITR.

COME ON, YOU'RE A SMART GUY! LET'S STRAP A BUNKER-BUSTER TO JOHNNY FIVE HERE!

WE'RE SPIDER-MEN, HOBIE. WE DON'T KILL OUR ENEMIES.

SPEAK FOR YOURSELF, PALLY. *I* KILLED PRESIDENT OSBORN.

SO YOU TELL ANYONE WHO WILL LISTEN.

SLING YER HOOK!

HEH.

VORP

BEGIN RECORD: INSERTION AT 200 FEET ABOVE GROUND LEVEL. WEB-CHUTES DEPLOYED. SPIDER-BOT #23 IS GO.

WHERE SHALL WE GO TODAY, PAVITR? THE ZOO? THE WATER PARK?

WHY, THE SIMS BUILDING! HOWEVER DID YOU KNOW IT WAS MY FAVORITE?!

SIMMS

BE QUIET, HOBIE.

UGH, STAIRRRRRRS. CAN'T WE 'PORT IT TO THE ROOF INSTEAD?

TOO CLOSE. WE WOULD RISK THE INHERITORS ESCAPING.

NO ACTIVITY YET...

WAIT FOR IT...

WAIT...

AAAAAA NOOOO WHO COULD HAVE PREDICTED THIS?!

HOBIE?

YEAH?

YOU ARE THE WORST SPIDER-MAN.

BEGIN RECORD: INSERTION AT 200 FEET ABOVE GROUND LEVEL. WEB-CHUTES DEPLOYED. SPIDER-BOT #35 IS GO.

INCIDENTALLY, THANK YOU FOR TAKING OVER FROM HOBIE, MAY.

NO PROBLEM, PAVITR. I KNOW HE CAN BE A PAIN.

SIMMS

HE IS THE WORST SPIDER-MAN.

I MEAN, THESE BOTS GO TO A BOMBED-OUT RADIOACTIVE HELL ZONE...YOU THINK HOBIE'D FEEL RIGHT AT HOME.

HAHAHAHAHAHA!

OKAY, HERE WE GO...

WELL, DAEMOS IS STILL THERE.

HE'S LOST SOME WEIGHT.

WHAT DO YOU THINK, PALEO?

BEGIN RECORD: INSERTION AT 200 FEET ABOVE GROUND LEVEL. WEB-CHUTES DEPLOYED. SPIDER-BOT #52 IS GO.

YOU'VE BEEN DOING GOOD WORK HERE, PAVITR.

THANK YOU, BILLY. THAT MEANS A LOT.

I HATE THIS. I NEVER SIGNED UP TO BE A BLOODY PRISON WARDEN.

THEY GAVE US LITTLE CHOICE, BILLY.

HOBIE THINKS WE SHOULD KILL THEM.

WELL, THAT'S JUST NOT HOW WE DO THINGS.

WOULD BE TERRIBLY CONVENIENT, THOUGH.

I DON'T KNOW HOW MUCH LONGER THEY WILL LAST.

SOME HARD CHOICES COMING SOON, OLD SON.

I CAN SMELL THEM, JENNIX.

I CAN SMELL THEM ON THESE TOYS AND IT MAKES ME SO *HUNGRY.*

LET HUNGER BE THE STONE ON WHICH YOU SHARPEN YOUR RAGE, BROTHER.

SPIDERS ARE JAILERS ONLY TO FLIES, MY KIN...

...AND THE INHERITORS ARE NO MERE INSECTS.

IT IS KIND, HOWEVER, FOR THEM TO PROVIDE US SUCH *RESOURCES.*

PINUP BY
DAVID BALDEON AND
ANDRES MOSSA

SPIDER-GEDDON #1

HEY! SINCE WHEN CAN SPIDER-MAN SHOCK PEOPLE?

ARE YOU GUYS *SERIOUS* RIGHT NOW? YOU THINK I'M THE SAME SPIDER-MAN YOU FOUGHT BEFORE?

NO WONDER EVERY TIME HE TALKS ABOUT *THE VULTURIONS* HE HAS TO TAKE BREAKS TO LAUGH.

NOT THAT HE MENTIONS YOU OFTEN. I'M GONNA SAY MAYBE TWICE. HE BRINGS UP *STILT-MAN* MORE.

ZZT

ZZT

AAGGKK!

HE'S ONE'A THOSE NEW SPIDER-PEOPLE. AN *AMATEUR*. WE CAN TAKE HIM!

THWIP

THWIP

HAH. Y'KNOW, I USED TO GET MAD WHEN CRIMINALS DIDN'T TAKE ME AS SERIOUSLY AS THE OTHER GUY.

NOW I *LOVE* IT.

MEANS AN EASY DAY AT WORK.

WHABAM

HELL WITH THIS...AND TO HELL WITH THE DAMN POISON DARTS!

HEY, SPIDER! THIS IS A .50 CALIBER, PUNK!

YOU LET ME GO OR YOU WON'T BE ABLE TO TELL THESE LOSERS FROM THE HAMBURGER THEY'RE COOKING!

OKAY, OKAY. LOOK, IT'S ME YOU WANT. JUST LET 'EM GO.

WHILE THEY'RE GOING THROUGH THE DOOR, YOU CAN TAKE A FREE SHOT AT ME. I MOVE, YOU STILL HAVE TIME TO SHOOT THEM.

WHAT DO YOU SAY?

DEAL.

BLAM BLAM BLAM

THWIP THWIP

FSSHHH

DUDE! THAT WAS *RIGHTEOUS!* YOU KNEW YOUR WEBS COULD STOP HIS BULLETS, *HUH?*

I HOPED.

EITHER WAY, I WASN'T GONNA LET HIM KILL *YOU GUYS.*

AW NO, WHAT'S THIS NOW?

GET INDOORS. WHATEVER IT IS, I'VE GOT IT...

...I HOPE.

MILES MORALES OF EARTH-616! A CRISIS OF APOCALYPTIC PROPORTIONS IS UPON US!

Spider-UK. BILLY BRADDOCK OF EARTH-833.

Octavia Otto. A HEROIC DR. OCTOPUS FROM EARTH-1104.

Spider-Ham. PETER PORKER OF EARTH-8311.

HEY, MILES. WHAT HE'S TRYING TO SAY IS... YOU BUSY RIGHT NOW?

Spider-Woman. MAY "MAYDAY" PARKER OF EARTH-982.

Spider-Gwen. GWEN STACY OF EARTH-65.

Spider-Punk. HOBIE BROWN OF EARTH-138.

Spider-Man Noir. PETER PARKER OF EARTH-90214.

WAIT, THE LAST TIME THIS MANY SPIDERS FROM OTHER WORLDS SHOWED UP, IT WAS TO FIGHT THE *INHERITORS.*

DON'T TELL ME SOMEONE SET THEM FREE FROM THAT HELLHOLE WE TRAPPED THEM IN!

NOT YET. BUT SOMEONE'S USING THEIR TECH, WHICH COULD GIVE THEM A WAY OUT.

SERIOUSLY? WHO'D BE CRAZY ENOUGH TO DO THAT?

San francisco.

YOU *TRY MY PATIENCE*, OCTAVIUS!

SOUTHERN CALIFORNIA BELONGS TO *COUNT NEFARIA*. THE NORTH WILL, AS WELL. STAND IN THE WAY OF MY MANIFEST DESTINY AND YOU WILL *DIE SCREAMING!*

PRESUMPTUOUS FOOL. SAN FRANCISCO IS UNDER *MY* PROTECTION. IT'S *YOU* WHO ARE THE INTERLOPER.

AND YOU, YOU INBRED FOP, MAY ADDRESS ME AS

THE SUPERIOR

OCTOPUS

"SUPERIOR"? TO ME? ABSURD.

I AM INVULNERABLE. *ALL-POWERFUL.*

ZAT

YOU ARE A *GANGSTER* WITH DELUSIONS OF GRANDEUR.

WHRAK

UFF!

AND I'VE CHARGED MY ARMS WITH AN ENERGY THAT *DISRUPTS* IONIC FIELDS.

I DON'T MERELY *REACT* TO THREATS, LIKE DAREDEVIL, SPIDER-WOMAN OR THE OTHER DOLTS WHO'VE CLAIMED TO SAFEGUARD SAN FRANCISCO.

I KNEW THE CRIME LORD OF LOS ANGELES MIGHT SEEK TO EXPAND HIS TERRITORY. AND I *PREPARED ACCORDINGLY.*

HOW--?

THIS SHOULD NOT BE! I AM INFUSED WITH *IONIC ENERGY!*

ENOUGH!

YOU PLAY AT THE HERO? THE *PROTECTOR?* VERY WELL.

SZAK

ACCEDE TO MY DEMANDS. OR EVERY INNOCENT SOUL ON THE BRIDGE WILL PERISH.

SPANG

TANG

TUNG

TAXI

ANOTHER EXPECTED TACTIC... AND AGAIN I AM TEN STEPS *AHEAD*. LOOK CLOSELY AT THESE IMAGES, NEFARIA.

OLD *VITTORIA NEFARIA*, ENJOYING RETIREMENT IN TUSCANY.

GIUSEPPE NEFARIA, OPENING HIS BAKERY IN MILAN.

YOUNG *PAOLO NEFARIA*, STUDYING FOR EXAMS.

"AND MY *OCTOBOTS* POISED TO KILL THEM ALL, AT THE TOUCH OF A BUTTON.

"YOU'RE *VAIN*, NEFARIA. YOU CARE ABOUT FEW THINGS MORE THAN YOUR NOBLE LINEAGE."

SO *YOU* ACCEDE TO *MY* DEMANDS. BE GONE.

OR YOUR NOBLE LINEAGE *ENDS*.

HA HA HAH!

WELL PLAYED, OCTAVIUS. I KNEW YOUR HEROIC POSE HAD TO BE A RUSE.

VERY WELL. I AM A BUSINESSMAN. SHALL WE NEGOTIATE TERMS FOR OPERATING IN EACH OTHER'S TERRITORY?

NO RUSE. I AM THIS CITY'S CHAMPION. SIMPLY GOING ABOUT IT IN A MORE...*EFFECTIVE* WAY THAN THE DOLTS YOU'RE USED TO FACING.

LEAVE OR YOUR FAMILY DIES. THERE IS NOTHING MORE TO NEGOTIATE.

VERY WELL. I AM A PATIENT MAN. A LUXURY OF BEING IMMORTAL.

BUT I SUSPECT I WON'T HAVE LONG TO WAIT. YOU'VE ADOPTED A ROLE THAT RUNS COUNTER TO YOUR FUNDAMENTAL NATURE.

PAMPERED FOOL. HIS ARROGANCE IS EXCEEDED ONLY BY HIS IGNORANCE.

HE THINKS HE'S PATIENT? *I* AM THE ONE WITH NO NEED TO FEAR DEATH!

MY MASTERY OF CLONING IS UNPARALLELED. BY COMBINING THE TECHNOLOGY OF THE *JACKAL* AND THE *INHERITORS* WITH MY OWN MODIFICATIONS...

...I HAVE A SUPPLY OF BODIES INTO WHICH I CAN TRANSFER MY CONSCIOUSNESS AT WILL!

I'LL RETURN WHEN IT'S DESTROYED YOU...AS IT INEVITABLY MUST.

35

OPEN

HE FANCIES HIMSELF IMMORTAL? *I* AM IMMORTAL. I AM UNCONQUERABLE.

I AM SUPERIOR!

Outside.

"THE AUTO EMPIRE?" REALLY?

WELL, A BIT OF HYPERBOLE'S STANDARD IN ADVERTISING-- OH, YOU'RE REFERRING TO THE HOMONYM.

EVEN IN A HIDEOUT, HE CAN'T RESIST PUTTING HIS NAME ON IT. *THAT'S* DOC OCK. AND THAT'S THE PROBLEM.

MAYBE WE *SHOULD* HAVE BROUGHT PETER.

TRUST ME, THAT'S A SURE WAY TO GET OCK *NOT* TO LISTEN TO REASON. WHY DIDN'T YOU GET JESSICA? SPIDER-WOMAN COULD HAVE HELPED HERE.

SHE'S GOT A BABY. TOO MUCH TO RISK.

REGARDLESS, LOOK AT US-- WE CAN HANDLE ANYTHING.

I'VE FOUND THE HIDDEN ENTRANCE.

DO WE, *UH*, *KNOCK?* FROM WHAT I KNOW OF DOC OCK, HE'S PROBABLY GOT TRAPS SET UP.

THERE'S NO TIME. WE NEED TO GET IN IMMEDIATELY. AS FOR TRAPS...

...I'LL SEE TO THOSE.

RRUNNCH

LET'S GO. ON YOUR GUARD.

SOMETIMES I FORGET HE'S SPIDER-MAN *AND* CAPTAIN BRITAIN PUT TOGETHER.

MAN'S GOT SKILLS. BUT I STILL WONDER IF WE SHOULD'VE TRIED HARDER TO *REACH OUT* TO DOC OCK.

INTRUDER ALERT! INTRUDER ALERT!

MAYBE WE STAND DOWN, WAIT FOR HIM TO COME TO US? PETER SAID OCK'S ON THE SIDE OF THE ANGELS NOW. HE MIGHT LISTEN.

OR HE MIGHT NOT. GIVEN HIS HISTORY, WE CAN'T TAKE THE CHANCE.

THIS WORLD'S OTTO OCTAVIUS IS THE FIRST I'VE SEEN WHO'S ANYTHING LIKE ME...WHO WANTS TO *HELP* PEOPLE.

I HAVE TO BELIEVE HE'LL SEE REASON.

I WISH WE COULD TALK TO HIM, TOO, OCTAVIA. AND WE *WILL* IF WE SEE HIM. BUT NO ONE HAS HIS NUMBER, AND IT DOESN'T EVEN SEEM LIKE HE'S HOME.

THERE'S NO TIME TO WASTE. WE HAVE TO DESTROY ANY TRACE OF INHERITOR TECH, *NOW.*

GOOD TIMING. I'VE FOUND THE CLONING BANKS. AND I'M GOING TO BLOW THEM TO KINGDOM COME.

HELL YEAH. LET'S GET AGGRO ON THIS STUFF.

YOU *DARE?*

SQUIP

OH, NOW THAT'S JUST NASTY.

YOU INVADE MY HOME? TRY TO DESTROY THE WORK OF MANY MONTHS?

THE ARROGANCE. THE TEMERITY!

I FOUGHT BESIDE SOME OF YOU. IN RECOGNITION OF THAT, I GIVE YOU ONE OPPORTUNITY TO RETREAT.

REMAIN, AND *DIE!*

DOC, WE'RE NOT YOUR ENEMIES. YOU'VE GOT TO LISTEN TO US. THOSE CLONING TUBES ARE *DANGEROUS!*

IF WE DON'T WRECK 'EM NOW, THE INHERITORS CAN USE THEM TO COME BACK. KARN SAW IT IN THE WEB OF LIFE AND--

AND *NONSENSE!* YOU LIE...OR KARN HAS LIED TO YOU. MY INSTRUMENTS SHOW MY CLONES ARE STABLE. CONTAINING *MY* DNA AND NO OTHER.

THEY'RE WRONG!

"WRONG"? I AM OTTO OCTAVIUS. I AM *NEVER* "WRONG."

IN FACT, IT WAS *I* WHO SUGGESTED WE *SLAY* THE INHERITORS WHEN WE HAD THEM AT OUR MERCY.

YOU WEAK-KNEED FOOLS CHOSE TO TRAP THEM ON THAT RADIOACTIVE WORLD. ANY PROBLEM IS *YOUR* DOING.

BUT I ASSURE YOU, I CAN CONTROL ANY RISKS FROM THEIR TECHNOLOGY. THERE IS *NOTHING* TO WORRY ABOUT FROM ME.

BLOODY TYPICAL.

TAKE HIM! ANYONE WHO CAN GET THROUGH, *DESTROY THE TUBES!*

THEN *THE DIE IS CAST!*

YOU'RE ONE OF SPIDER-MAN'S FRIENDS. DIDN'T HE TELL YOU I'M ON YOUR *SIDE?*

TZAT

IF YOU'D JUST LISTEN TO US I WOULDN'T HAVE TO DO THIS!

MY ARMS WON'T CONDUCT YOUR VENOM TOUCH, WHELP.

THIS ONE...

...WON'T BE CONDUCTING *ANYTHING.*

YOU DARE--? I JUST *REPAIRED* THAT!

OCTAVIA, WE COULD USE A HAND HERE!

GIVE ME A MINUTE, I KNOW HOW THIS WORKS...

THERE! OTTO, THEY USED YOUR TECH AGAINST ITSELF! CREATED A DATA LOOP. YOU'RE SEEING READOUTS FROM HOURS AGO!

LOOK!

ALERT! UNCONTROLLED CELL MUTATION!

W-WHAT--?

EVERYONE *DOWN!* I'M BLOWING THESE THINGS RIGHT--

URK!

MORLUN HAS RETURNED!

AND I SEE MY BREAKFAST AWAITS!

NOW THAT I'VE BEGUN FEEDING, YOU'LL HAVE TO DO BETTER THAN SMALL-ARMS FIRE.

EAT...

...THIS...

BOOOOM

IS HE...?

AN ADEQUATE APPETIZER.

ON TO THE *BUFFET TABLE.*

OCTAVIA, FREE THE OTHERS!

IT'S JUST ONE OF THEM! TOGETHER, WE CAN STILL WIN THIS!

YES! MY WORLD'S SPIDER-MAN HAS BEATEN THIS FOOL, AND TOGETHER WE ARE MORE THAN HIS SUPERIOR!

MORLUN DRAWS STRENGTH FROM LIFE FORCE, AND HE'S ONLY FED ONCE.

CRUSH HIM WHILE THE REST OF US STRIKE FROM A DISTANCE!

I DON'T TAKE ORDERS FROM YOU, OCTAVIUS. THIS MESS IS *YOUR* DOING.

BUT I CAN'T FAULT YOUR STRATEGY. *EVERYONE KEEP BACK!* I'LL PUT AN END TO THIS DEVIL!

TAKE YOUR FILTHY HANDS--

--OFF MY BROTHER!

SNAP

OH NO...

AND WHAT MANNER OF CREATURE ARE YOU?

NO MATTER. I'M SO HUNGRY I COULD EAT A *HORSE TOTEM.*

I AM YOUR *DEATH,* VAMPIRE! I AM--

DON'T BE GREEDY, DEAR SISTER.

RRNNGCH

NO!!!

+SNFF+

FEH. NOT A TOTEM AT ALL. A PATCHWORK...A *PRETENDER.*

UTTERLY *USELESS.*

JENNIX, VERNA, SEE TO THESE INSIGNIFICANT SPECKS. I HAVE A PERSONAL SCORE TO SETTLE.

YOUR PETTY GRUDGE AGAINST THIS WORLD'S SPIDER-MAN IS *CHILDISH,* BROTHER.

I UNDERSTAND YOU CLAIM VENGEANCE FOR HIS BESTING YOU, BUT IN THE SCHEME OF THINGS, HE'S *IRRELEVANT.*

OH, LET MORLUN HAVE HIS FUN, JENNIX. IT'S BEEN TOO LONG SINCE ANY OF US HAVE ENJOYED A PROPER HUNT.

THESE OTHERS ARE MERE *HORS D'OEUVRES.* YOU AND I CAN FINISH THEM EASILY...

...THEN SEE TO THE REUNION OF THE ***REST*** OF OUR FAMILY...

...AND THE ***REAL*** WORK OF TRANSFORMING THIS GUTTER DIMENSION INTO OUR ***NEW HOMEWORLD!***

WHAT HAVE I DONE...

SPIDER-GEDDON #2

WELL, JENNIX? ARE YOU PLANNING TO FREE OUR SIBLINGS FROM THAT RADIOACTIVE HELL-WORLD, OR JUST *GLOAT* ALL DAY?

The Superior Octopus.
OTTO OCTAVIUS OF EARTH-616.

Miles Morales.
SPIDER-MAN OF EARTH-616.

Spider-Woman.
MAY "MAYDAY" PARKER OF EARTH-982.

Spider-Punk.
HOBIE BROWN OF EARTH-138.

SO IMPATIENT, DEAR *VERNA*. I'D HOPED TO HAVE A SNACK FIRST...WITH SO MANY DELICIOUS MORSELS ON THE DESSERT CART.

Octavia Otto.
A HEROIC DR. OCTOPUS FROM EARTH-1104.

Spider-Gwen.
GWEN STACY OF EARTH-65.

Spider-Ham.
PETER PORKER OF EARTH-8311.

ATTACK! QUICKLY, BEFORE THEY USE THE CLONING TUBES TO RESURRECT MORE OF THEIR INFERNAL FAMILY!

YOUR CLONING TUBES. FOR THE GUY WHOSE STUPIDITY LET 'EM COME BACK, YOU'RE AWFULLY BOSSY.

HE'S RIGHT, THOUGH. WE NEED TO KEEP THEIR NUMBERS DOWN!

THESE MONSTERS KILLED MY FATHER. I DON'T NEED ANY INCENTIVE TO HIT THEM HARD.

OH, BOTHER. PERHAPS I *SHOULD* PRIORITIZE OUR FAMILY REUNION AFTER ALL.

CAN YOU SEE TO THIS RABBLE ALONE?

WHY, BROTHER...

...THAT'S THE *NASTIEST* THING YOU'VE EVER SAID TO ME.

WHRAKK

WE'VE GOT TO HIT HER ALL AT ONCE!

IT WON'T BE ENOUGH! OCTAVIUS, YOU'RE A SUPER VILLAIN! HAVEN'T YOU GOT SOME SORT OF SELF-DESTRUCT FOR THIS PLACE?

I AM A *HERO!* A *SUPERIOR* HERO TO ANY OF YOU CRETINS--

JUST ANSWER THE QUESTION!

OF COURSE I DO.

YOUNG LADY, IF YOU ARE INDEED AN OTHER-DIMENSIONAL COUNTERPART OF ME, YOUR AID IS APPRECIATED.

GLADLY. IT'S ALL SO... INTUITIVE.

STRIKE AND MOVE! DON'T GIVE HER A CHANCE TO GRAB YOU!

JENNIX! THE DISGUSTING OCTO-FREAKS ARE COMPLICATING MATTERS.

THEY ARE TRULY THE WORST.

I HATE WHEN SCIENCE IS RUSHED. IT'S HARDLY SIMPLE TO GROW A FULLY FORMED *INHERITOR* IN A MATTER OF MINUTES!

IT'S DONE! WE MUST RETREAT!

WE CAN'T LET THEM LEAVE HERE. MORLUN'S ALREADY OUT THERE!*

ANY ONE OF THESE GUYS IS A WMD! IF JENNIX ESCAPES, HE CAN START ALL THIS OVER AGAIN--

GOT YOU!

*SEE *PETER PARKER, THE SPECTACULAR SPIDER-MAN!* --NICK LOWE, EDITOR MAN

ARRH! ANNOYING GNAT!

GO, MILES. ALL OF YOU.

I'VE GOT THIS.

NO! I WON'T LET YOU SACRIFICE YOURSELF!

DIMENSIONAL WRISTWATCHES, REMEMBER? I'LL 'PORT OUT OF HERE AT THE LAST SECOND.

NOW WEB OFF THE ROOM AND GO!

THERE'S NO TIME TO ARGUE. WE NEED TO TRUST HER. SHE SAID SHE'S GOT IT, SHE'S GOT IT.

I HOPE.

ATTENTION. SELF-DESTRUCT IN THIRTY SECONDS.

YOU GAVE IT A *COUNTDOWN VOICE?* AND PEOPLE CALL *ME* CARTOONY.

SILENCE, SWINE.

YOU'RE BRAVE, FAST, AND SMART, FOR ONE SO YOUNG. BUT YOU'RE ALSO OVERCONFIDENT.

YOU UNDERESTIMATE MY SPEED--

NO!

--AND MY *HEARING.*

THIS DEVICE IS TIED TO THE ***WEB OF LIFE AND DESTINY,*** ISN'T IT? IT'LL PROVE USEFUL...

...AS WILL YOU.

I HUNGER.

AAGGHH!

WHAT--? THE COSTUME IS A *SYMBIOTE!*

JENNIX! THIS FOOD IS *COMPLICATED*, AND I FEAR I MAY JUST HAVE TO KILL IT WITHOUT A FEAST.

WE'LL SEE ABOUT THAT, YOU REN FAIRE REJECT.

NEARLY THERE, SISTER. NOT ONLY IS THE CLONING GOING WELL, BUT WAIT UNTIL YOU SEE THE CLOTHING I'VE--

SELF-DESTRUCT IN TEN... NINE...

AH. IT DOES SEEM WE MUST LEAVE.

...SEVEN... SIX...

VERNA! THIS WILL BE CLOSE. THE SPIDER-TOTEMS WE KILLED HAD SIMILAR DEVICES TO THE GIRL'S. PERHAPS I CAN ACTIVATE ONE--

AND I WILL DIE BEFORE I RELEASE *THIS* ONE! QUICKLY, BROTHER! BEFORE--

YOU'LL GET--THIS WATCH--OVER MY--

...TWO... ONE...

COME ON, GWEN. GET OUT HERE.

COME ON.

THE AUTO EMPIRE

BOOOOM

NO.

GWEN!!!

SHE'S NOT DEAD. SHE CAN'T BE. MAYBE SHE JUMPED SOMEWHERE ELSE--

NO NO NO NO NO. THEN WHERE IS SHE? SHE'D'VE JUMPED BACK BY NOW. *GWEN!*

YES, IT'S VERY SAD. I AM MORE CONCERNED WITH THE INHERITORS. BUT SURELY EVEN THOSE MONSTERS COULDN'T SURVIVE SUCH A BLAST--

BLOOP

OCTAVIUS, YOU PIECE OF--

STOP, MILES, THIS WON'T SOLVE--

DAMNATION.

WHAT'S WRONG?

I'VE DEPLOYED OCTOBOTS AROUND THE CITY. ONE JUST PICKED UP...

"...THIS.

"THE INHERITORS NOT ONLY ESCAPED... THEY ALSO FIRST RESTORED THEIR SIBLINGS."

THE REST OF YOU, ESTABLISH A BASE OF OPERATIONS. I WILL USE THIS DEVICE TO COMPLETE OUR FAMILY REUNION.

THE CRYSTAL CONTAINING THE ESSENCE OF FATHER SOLUS IS STILL OUT THERE. I SHALL RETRIEVE IT.

TH-THAT'S GWEN'S WATCH. BUT IF VERNA HAS IT--

NO...OH, NO...

GUYS...I KNOW. AND WE'LL MOURN HER LATER. BUT WE DON'T HAVE TIME NOW. YOUR *WORLD* DOESN'T HAVE TIME.

I KNEW GWEN PRETTY WELL. AND I KNOW SHE'D WANT US TO *KEEP FIGHTING.*

I'LL KEEP FIGHTING, ALL RIGHT! LET'S GO NOW, BEFORE--

NO. THEY'D SLAUGHTER US. WE NEED TO GET *HELP.*

THE GARISHLY CLAD SPIDER-PUNK--

SPIDER-*MAN.*

SILENCE. YOU'RE CORRECT. THE INHERITORS WILL TAKE NO CHANCES OF BEING KILLED WITHOUT SPARE BODIES IN WHICH TO RESURRECT THEMSELVES.

WITH MY LABORATORY DESTROYED, JENNIX WILL REBUILD HIS CLONING VATS. THAT WILL TAKE TIME...TIME WE CAN USE.

BRIX, BORA, DEIMOS, WITH ME. THE FASTER WE REBUILD MY CLONING VATS, THE SOONER OUR CONQUEST BEGINS.

BUT I'M HUNGRY.

I'M *HUNGRIER.* IT'S BEEN AGES SINCE WE'VE FEASTED.

YOUR HUNGER IS *PSYCHOSOMATIC,* BORA. YOUR CLONE BODIES ARE FULLY NOURISHED.

NOW CEASE THE IMPULSIVE BEHAVIOR THAT DEFEATED US LAST TIME, AND HEED YOUR BROTHER!

I REQUIRE SPECIALIZED EQUIPMENT TO CONTINUE MY WORK. TO ACQUIRE IT WOULD TAKE MUCH TIME.

FORTUNATELY, OUR ERSTWHILE HOST GRACIOUSLY PROVIDED ME WITH A SOURCE...

THEY'RE LEAVING...FOR THE *JACKAL'S* NEW U FACILITY. WHERE JENNIX WILL FIND ALL THE CLONING TECHNOLOGY HE NEEDS.

DAMN ME FOR A FOOL!

DON'T DESPAIR, OTTO. I REALIZE WE DON'T KNOW EACH OTHER, BUT I SUSPECT YOU'RE NOT THE TYPE TO ADMIT DEFEAT EASILY.

NO. I AM NOT.

AND LOOK WHERE IT'S LEFT US...

Loomworld. Earth-001.
Home of the Web of Life and Destiny.

WHAT HAS HAPPENED HERE? THERE'S BARELY ANYTHING LEFT OF THE PLACE!

WE'VE BEEN FIXING IT. RETURNING THE PIECES THAT MADE UP LOOMWORLD TO THEIR HOME DIMENSIONS.*

KARN... IT WENT BADLY.

I SAW, IN THE STRANDS OF THE WEB. MY FAMILY WALKS FREE ONCE MORE.

STILL, AS LONG AS OUR FATHER IS NOT YET RETURNED, THERE IS HOPE. HIS POWER ALWAYS HELD US TOGETHER. WITHOUT HIM, THE INHERITORS CAN BE BEATEN.

*CHECK OUT *SUPERIOR OCTOPUS #1!* --TERRIFIC TETRAPUS NICK

WE NEED HELP. WE NEED PETER PARKER.

HE QUARTERBACKED US LAST TIME, AND WE WON.

AND *JESSICA DREW.* WE NEED PEOPLE WITH EXPERIENCE, PEOPLE WHO KNOW HOW TO HANDLE THIS KIND OF STUFF.

LIKE ANYA CORAZON-- *ARAÑA.* SHE'S ALL TIED IN WITH THE SPIDER-TOTEMS...THEIR LEGENDS AND PROPHECIES.

REINFORCEMENTS, YES. BUT CERTAINLY *NOT* THE IMBECILES YOU MENTION.

IT IS THEIR FOOLISH "MORALITY" THAT LEFT THE INHERITORS ALIVE LAST TIME, RATHER THAN KILLING THEM WHEN WE HAD THE CHANCE!

WE REQUIRE ALLIES WHO WILL NOT HESITATE TO ***EXTERMINATE*** THESE MONSTERS ONCE AND FOR ALL!

YEAH, RIGHT...IT'S ***THEIR*** FAULT, NOT YOURS. YOU'RE JUST LIKE ***DOCTOR OCTOPUSSYCAT*** ON MY WORLD.

HOBIE, TELL THIS LOSER TO GET OUTTA HERE. WE DON'T NEED HIS KIND.

THE THING IS, HAM...

...I'M WITH OCK ON THIS ONE. WE SHOULDA KILLED 'EM WHILE WE COULD.

IF WE HAD, UK AND NOIR WOULD STILL BE ALIVE. ***GWEN*** WOULD STILL BE ALIVE.

I...HAVE SOME RESERVATIONS. BUT I THINK I AGREE.

OF COURSE. YOU ARE, AFTER ALL, A GENIUS.

YOU GUYS CAN'T BE SERIOUS! ***HE'S*** THE ONE WHO CAUSED THIS!

AND I HAVE LEARNED FROM MY MISTAKES, AS A SCIENTIST DOES. YOU AND YOUR ILK HAVE LEARNED ***NOTHING***, IF YOU WISH TO SHOW THE INHERITORS MERCY ***AGAIN.***

ENOUGH!

MY FAMILY'S RETURN HAS RENDERED THE FUTURE UNCERTAIN.

I CANNOT SAY WHICH COURSE OF ACTION IS CORRECT.

BUT I KNOW THAT REMAINING HERE, ARGUING AMONGST YOURSELVES, IS POINTLESS.

AND I KNOW YOU WILL NEED HELP.

SO GO, ALL OF YOU. PURSUE THE COURSE YOU THINK BEST.

TIME... AND *DESTINY*... WILL TELL WHO IS RIGHT.

I CAN TELL YOU THAT NOW.

WHATEVER. I'LL GO WITH THE GUY WHO GETS THE *WINS*.

WE'LL BE BACK, KARN.

FARE YOU WELL, MY FRIENDS.

IT HAS BEEN AN HONOR.

AH, BROTHER.

LOOK WHAT'S BECOME OF YOU. BEING ***MASTER WEAVER*** HAS MADE YOU SOFT...AND ***STUPID.***

DO YOU NOT SEE THAT BY SENDING YOUR PRECIOUS "FRIENDS" AWAY, YOU ONLY PROLONG THEIR SUFFERING?

KILLING YOU WILL BE A ***MERCY,*** KARN. WE SHOULD HAVE DONE IT MILLENNIA AGO.

I COULD SAY THE SAME, DEAR SISTER.

TO THE DEATH IT IS, THEN.

CH-TNK WHIRR CLICK

WHERE ARE WE?

MY LAB AT HORIZON UNIVERSITY. WITH MY UNIFORM DAMAGED, I REQUIRE SOMETHING NEW.

ARMAGEDDON'S HERE AND THIS GUY'S WORRIED ABOUT HIS CLOTHES.

IF YOU'RE THAT IMPATIENT, YOUNG MAN, FEEL FREE TO BEGIN RECRUITMENT.

THINK I WILL. CATCH YOU ON THE FLIP SIDE.*

*SEE WHERE SPIDER-PUNK IS IN LAST MONTH'S *EDGE OF SPIDER-GEDDON!* --TIME-IS-A-FLAT-CIRCLE NICK

OCTAVIA, CHECK MY SPIDER-BOTS, IF YOU'D BE SO KIND. WE'LL BE NEEDING THEM.

INGENIOUS. BUT--"*SPIDER-BOTS*"? I THOUGHT YOU USED OCTOBOTS AND CALLED YOURSELF "THE SUPERIOR OCTOPUS."

I DID. BUT THAT IDENTITY HAS...BAGGAGE. AND THIS WAR IS ONE OF SPIDERS, IS IT NOT? THUS, I HAVE DECIDED THE TIME IS RIPE...

...FOR THE RETURN OF *THE SUPERIOR SPIDER-MAN!*

THE DIE IS CAST!

I'VE ALWAYS WANTED TO SAY THAT. BUT I THOUGHT PEOPLE WOULD FIND IT SILLY.

YOU MUST LEARN NOT TO CARE WHAT IDIOTS THINK.

NOW--WE MUST CHOOSE OUR ALLIES WITH CARE. THEY MUST BE WILLING TO KILL THE INHERITORS...

...OR ABLE TO BE CONVINCED, WHEN THE TIME COMES.

I CAN USE THE WATCH TO SCAN WORLDS FOR LIKELY CANDIDATES.

ARE YOU...SURE WE DON'T NEED THE SPIDER-MAN WHOM MILES WENT AFTER? IF HE DID GET US THE WIN LAST TIME--

NO. WE DO NOT NEED HIM.

"MORLUN LEFT TO REVENGE HIMSELF UPON PARKER. HE MAY BE DEAD ALREADY.

"IN SEEKING HIM OUT, THE YOUTHFUL SPIDER-MAN WASTES TIME... AND COURTS HIS OWN DEATH.

"THE OTHERS WILL SEEK SOFT-HEARTED FOOLS LIKE THEMSELVES. LET THEM.* THEY WILL BE USEFUL AS CANNON FODDER.

*SEE MORE OF THIS IN *EDGE OF SPIDER-GEDDON #2!* --INTERTWINER NICK!

WE SHALL SELECT THOSE WHO WILL END THE PLAGUE OF THE INHERITORS.

STILL, PARKER DOES HAVE... USEFUL QUALITIES. I HAVE SEEN ENOUGH TO GRUDGINGLY ADMIT THAT. AND IN ALL THE INFINITE WORLDS...

...IT MAY BE THERE ARE PETER PARKERS WE CAN USE. ONES WHOSE LIVES PREDISPOSE THEM TO ACCEPT MY LEADERSHIP...

HMM.

INTERESTING.*

*THIS IS WHERE SPIDER-GEDDON #0 FITS! GO GET IT, WEB-HEADS! --NICK-KNOWS-NUMBERS

BUT FIRST THINGS FIRST. THE PREVIOUS WAR PROVED THERE ARE THOSE WITH SPECIAL ROLES IN THE FIGHT AGAINST THE INHERITORS.

I GO NOW TO FIND ONE SUCH MAN... HERE ON THIS EARTH.

Las Vegas, Nevada.

KAINE! YOU MUST COME WITH ME IMMEDIATELY.

THE INHERITORS HAVE RETURNED. WE NEED *THE OTHER!*

One explanation later...

...SO I'M NOT "THE OTHER" ANYMORE. BUT I'LL HELP ANY WAY I CAN.

AND YOU ARE PREPARED TO SLAY THE INHERITORS?

BUDDY, I'LL ENJOY IT.

IF WE NEED EXTRA HANDS, I CAN CALL THE SCARLET SPIDER.

BEN REILLY? THE LUNATIC CLONE WHO TOOK ON THE GUISE OF THE JACKAL?

NO! NEVER! THEY'RE USING HIS TECHNOLOGY... IT'S HIS MADNESS THAT BROUGHT US TO THIS SORRY STATE!

SOUNDS TO ME LIKE YOU HELPED. AND HE'S LESS CRAZY THESE DAYS.

BUT SUIT YOURSELF. LET'S GO.

USING MY TECH?

OVER MY 27-TIMES-DEAD BODY.*

*BEN REILLY WENT THROUGH...SOME STUFF IN *THE CLONE CONSPIRACY*, IF YOU MISSED IT! --NEVER-MISS-AN-ISSUE NICK

Loomworld.

YOU MADE A GRIEVOUS MISTAKE, SISTER, STRIKING SO SOON. WHEN YOU DIE, JENNIX WILL BE UNABLE TO RESURRECT YOU.

THEN IT SHALL NOT BE *I* WHO DIES!

NO?

SHNK

AAGGH!

YOU MAY FIND IT DIFFICULT TO BELIEVE, SISTER, BUT I TAKE NO JOY IN THIS.

DEAR BROTHER...

...I DO.

AAARRHH!

W-WHAT--?

AND *YOU* MADE THE FAR *MORE* GRIEVOUS MISTAKE.

BY BECOMING KEEPER OF THE WEB OF LIFE AND DESTINY, *YOU* HAVE BECOME A SPIDER-TOTEM.

ONE ON WHICH I CAN *FEED!*

CLANG

AND WITH YOUR DEATH, NONE STAND IN OUR WAY!

SOON WE WILL AGAIN BE IMMORTAL. SOON I SHALL RETRIEVE THE CRYSTAL HOUSING THE ESSENCE OF FATHER SOLUS.

SOON THE INHERITORS WILL RULE AGAIN!

Earth-3109.

UNNHH...

WHERE... AM I...?

AND WITHOUT A WEB-WATCH...

...HOW DO I GET BACK?

SPIDER-GEDDON #3

Spider-Man.
PETER PARKER OF EARTH-1048.*

THIS IS EARTH-51778. HERE WE WILL FIND ONE OF OUR *MOST POWERFUL* ALLIES.

SURE. GREAT. IT DOESN'T HURT MY FEELINGS AT ALL THAT YOU DON'T THINK *I'M* ONE OF YOUR MOST POWERFUL ALLIES.

The Superior Spider-Man.
OTTO OCTAVIUS OF EARTH-616.

*RECRUITED IN *SPIDER-GEDDON #0!* --GAMER NICK

THOOM THOOM THOOM

I SHALL TAKE THE LEAD. YOU ARE UNPREPARED FOR THE UNUSUAL, OFTENTIMES *SHOCKING,* VARIATIONS OF SPIDER-BEINGS WE WILL FIND IN SOME OF THESE PARALLEL WORLDS.

COME ON, DOC, DON'T SELL ME SHORT. I KNOW I'M NEW TO DIMENSION-HOPPING, BUT I'VE SEEN SOME PRETTY GNARLY STUFF.

WHAT'S THIS, A WORLD THAT HAS CONSTANT EARTHQUAKES?

NO.

WELL, IN A MANNER OF SPEAKING, PERHAPS.

UH...

Leopardon.

THE GIANT ROBOT PILOTED BY TAKUYA YAMASHIRO, A.K.A. SPIDER-MAN OF EARTH-51778.

...Y'KNOW WHAT, I THINK YOU *SHOULD* TAKE THE LEAD ON THIS.

THOOM THOOM

LEOPARDON! ARM ROCKET!

A WASTE OF TIME.

TAKE MY ADVICE, TAKUYA-- LEAD WITH THE SWORD.

I RECOGNIZE YOU! FROM THE WAR AGAINST THE INHERITORS!

A WAR THAT HAS BEGUN AGAIN. YOUR AID IS NEEDED. THERE'S NO TIME TO WASTE.

DISPATCH THIS MONSTER WITH YOUR SWORD, SO WE CAN BE OFF.

HEY, NICE TO MEET YOU. I'M SPIDER-MAN.

WHICH PROBABLY ISN'T VERY HELPFUL SINCE WE'RE ALL SPIDER-MAN.

LEAD WITH SWORD VIGOR? BUT THAT SEEMS DISHONORABLE. SWORD VIGOR IS SO POWERFUL...

EXACTLY! WHICH IS WHY YOU USE IT FIRST!

IS IT HONORABLE TO DELAY SLAYING THE MONSTER WHEN IT COULD CAUSE UNTOLD DESTRUCTION?

HMM... YOU RAISE A VALID POINT. PERHAPS...

LEOPARDON! SWORD VIGOR!

SHNNGG

WHSSSTT

SHHNK

WHAKABOOOM

AND SUDDENLY MY WEB BOMB SEEMS KINDA LAME.

BUT IF I ALWAYS FOUGHT THIS WAY, IT WOULD BE... *BORING.*

AGAINST THE INHERITORS, THAT WILL NOT BE A PROBLEM. YOU HAVE GREAT POWER, TAKUYA. AND WITH THAT MUST COME--

I KNOW THIS ONE! *GREAT RESPONSIBILITY!*

YES. AND AGAINST THE INHERITORS...THE RESPONSIBILITY TO *END* THEM...ONCE AND FOR ALL!

ALONG WITH *ANY WHO STAND IN OUR WAY!*

Mumbai, Earth-50101.

...AND DOC OCK'S TEAM IS DETERMINED TO *KILL* THE INHERITORS. IT'S OUR RESPONSIBILITY TO DO THIS *RIGHT*.

Spider-Man.
MILES MORALES OF EARTH-616.

BUT THE INHERITORS ARE SO STRONG...DIVIDING OUR FORCES SEEMS INSANE!

Spider-Man India.
PAVITR PRABHAKAR OF EARTH-50101.

I KNOW. WE WON'T FORGET WE HAVE A COMMON ENEMY. BUT OCTAVIUS THINKS LIKE A VILLAIN. HE JUST CARES ABOUT WINNING, TO HELL WITH COLLATERAL DAMAGE.

WE HAVE TO FIND WAYS TO WIN THAT WON'T RACK UP THE BODY COUNT WE HAD LAST TIME. WHICH IS WHY WE NEED GENIUSES LIKE *YOU*, PAVITR.

I UNDERSTAND. AND NOW THAT THE ROBBERS ARE ALL WEBBED UP NEATLY FOR THE POLICE...

LEAD ON, MY FRIEND. I'M KEEN TO MEET THE REST OF THE TEAM.

COOL. *UH*, JUST SO YOU KNOW...

...IT'S NOT QUITE AS *ORGANIZED* AS LAST TIME.

I *STILL* SAY WE NEED *PETER PARKER!*

Spider-Ham.
PETER PORKER OF EARTH-8311.

I'M STANDING RIGHT HERE.

THEY'RE TALKING ABOUT A *YOUNGER* ONE, HONEY.

I HATE THIS BUSINESS.

YOU WANT A YOUNGER, AWESOMER PETER PARKER? HERE I AM.

Spider-Man and Spinneret.
PETER PARKER AND MARY JANE WATSON-PARKER OF EARTH-18119.

IGNORE MY NEPHEW. HE'S A LITTLE OVEREXUBERANT. TAKES AFTER HIS AUNT.

Spider-Ben and Petey.
BEN AND PETER PARKER OF EARTH-91918.

HEY! I JUST LOST SOMEONE CLOSE TO ME. I DIDN'T COME HERE TO FIGHT WITH OTHER HEROES.

DAMN RIGHT. LAST TIME, THESE MONSTERS TRIED TO USE ME IN A RITUAL THAT WOULD'VE *KILLED US ALL.* WE CAN'T WAIT FOR PETE. WE HAVE TO HIT THEM BEFORE THEY'RE AT FULL STRENGTH.

SP//dr.
PENI PARKER OF EARTH-14512.

Silk.
CINDY MOON OF EARTH-616.

GUYS! WE'VE BEEN OVER THIS. PETE'S TAKING ON MORLUN--BY *HIMSELF*--TO BUY US TIME TO HANDLE THE OTHER INHERITORS.*

WE'VE GOT TO STOP JENNIX FROM SETTING UP CLONING VATS, OR THEY'LL BE UNSTOPPABLE!

IF YOU CAN'T HANG WITH THAT, I'LL SEND YOU BACK TO YOUR WORLD. BUT I'M NOT GONNA LET OUR GROUP BEAT ITSELF BEFORE WE EVEN FACE THE ENEMY!

*SEE *PETER PARKER: THE SPECTACULAR SPIDER-MAN* --NICK LOWE OF EARTH-SPIDEY-OFFICE

NO DISRESPECT, PAL, BUT IT'S NOT JUST THE INHERITORS WE HAVE TO WORRY ABOUT, IT'S DOC OCK AND HIS BAND OF TRIGGER-HAPPY LOONS.

LOOK, WE MAY DISAGREE WITH THEM ON *KILLING* THE INHERITORS, BUT WE'RE ALL TRYING TO *STOP* THEM. WE SHOULD TELL THEM ABOUT OUR ATTACK...ASK THEM TO JOIN US.

"MAY, ANYA, AND ANNIE MAY ARE CHASING DOWN INTEL ON SPIDER-TOTEMS. FINDING OUT THE INHERITORS' VULNERABILITIES.**

"IT'LL ALL BE FOR NOTHING IF WE LET JENNIX RESURRECT THEIR FATHER AND GIVE THEM ALL BACKUP BODIES AGAIN. WE NEED AS MANY SOLDIERS AS WE CAN GET FOR THIS."

**AS SEEN IN *SPIDER-GIRLS!* --NICK

I REALIZE THIS COMES FROM A GUY WHO'S OUTSIDE THE KEY DEMO, BUT THE KID MAKES SENSE. FOR NOW, WE'RE ALL ON THE SAME SIDE.

AND TAKE IT FROM US, BEING PART OF A TEAM ONLY WORKS WHEN YOU DO YOUR JOB...AND TRUST THE OTHERS TO DO THEIRS.

GREAT. INSPIRATIONAL. PUT IT UP ON A SIGN AND I'LL SLAP IT ON THE WAY OUT THE DOOR.

LET'S JUST NOT FORGET HALF OF THAT "TEAM" IS A BUNCH OF *BLOODTHIRSTY PSYCHOS...*

Earth-616. Aboard Leopardon.

...AND WE WILL DO WHAT THE COWARDS LACKED THE WILL TO DO IN OUR LAST BATTLE WITH THE INHERITORS--*DESTROY* OUR ENEMIES *ONCE AND FOR ALL!*

AND EAT THEM. WE CAN EAT THEM, RIGHT? ASKING FOR A FRIEND.

ANY WHO LACK THE STOMACH TO BRING FINAL JUSTICE TO THE INHERITORS MAY *LEAVE NOW!*

THESE IRONS AIN'T FOR SHOW, PARDNER.

YES, YES, WE ALL GET YOUR POINT, OTTO. NO NEED FOR HISTRIONIC SPEECHIFYING. TIME'S WASTING.

Spiders-Man. THOUSANDS OF SPIDERS THAT BELIEVE THEY ARE PETER PARKER OF EARTH-11580.

Web-Slinger. "PONDEROSA" PARKER OF EARTH-31913.

Spider-Man. NORMAN OSBORN OF EARTH-44145.

YOUR ARROGANCE RIVALS THAT OF MY WORLD'S NORMAN OSBORN. BUT AS YOU SEEM TO LACK HIS *INSANITY*, I WILL OVERLOOK YOUR IMPERTINENCE.

STILL, HAVE A CARE...AND REMEMBER WHO THE *MASTER PLANNER* IS.

"EVEN NOW, *KAINE* LEADS MY HAND-PICKED STRIKE TEAM TO PREVENT VERNA FROM RETRIEVING THE CRYSTAL CONTAINING THE ESSENCE OF HER FATHER, *SOLUS*.*

"WITHOUT THEIR PATRIARCH AND CLONING VATS, THE INHERITORS CAN BE DEFEATED.

"YET *ONLY* BY FOLLOWING MY INSTRUCTIONS DO WE HAVE A CHANCE."

*IN *SPIDER-FORCE!* --OVERWORKED NICK

WE'RE WITH YOU, DOC...ESPECIALLY WHEN IT COMES TO HOW IMPORTANT THE CLONING VATS ARE.

AND SEEING AS JENNIX IS USING THE EQUIPMENT AT THE FORMER *NEW U* TECHNOLOGIES...

Spider-Punk. HOBIE BROWN OF EARTH-138.

Octavia Otto. A HEROIC OTHER-DIMENSIONAL COUNTERPART TO OTTO OCTAVIUS.

...I ASK YOU TO GREET OUR VISITOR WITH AN OPEN MIND.

BEN REILLY?! THE *JACKAL?!*

YOU SHOULD NOT HAVE COME HERE, FOOL! NOW... *THE DIE IS CAST!*

IT'S *SCARLET SPIDER* NOW. AND I JUST THOUGHT YOU'D WANT THE HELP OF THE GUY WHO *OWNED* NEW U AND BUILT THE EQUIPMENT. WACKY, I KNOW.

I WILL *NEVER* REQUIRE THE AID OF A *MADMAN* LIKE YOU!

OH--KAY. BECAUSE AS DOC OCK, YOU ONLY TEAMED UP WITH REAL *STABLE* FOLKS.

The Scarlet Spider.

BEN REILLY OF EARTH-616.

OTTO, THE SCARLET SPIDER REVEALED HIMSELF TO US--VOLUNTARILY--AFTER YOU SENT KAINE AWAY AND LEFT ON YOUR RECRUITMENT MISSIONS.

WE HAD OUR DOUBTS TOO. BUT THE MAN'S CONVINCING. AND HE KNOWS THE TECH BETTER THAN ANYBODY.

LOOK. DID I GET A LITTLE...*WONKY* WHEN I WAS *THE JACKAL?* SURE.

YOU TRY GETTING BRUTALLY MURDERED AND RESURRECTED *TWENTY-SEVEN TIMES* AND SEE HOW CHILL YOU ARE.

BUT I'M TRYING TO DO THE RIGHT THING HERE.

I'D THINK YOU OF ALL PEOPLE COULD APPRECIATE A GUY WITH A CHECKERED PAST TRYING TO MAKE AMENDS.

VERY WELL. BUT MY GAZE SHALL BE UPON YOU.

AND HERE I THOUGHT IT WAS IMPOSSIBLE TO MAKE THIS ANY WEIRDER.

OTTO, I'M GETTING A TRANSMISSION FROM THE YOUNG SPIDER-MAN'S TEAM.

HEY. JUST A HEADS-UP, WE'RE HITTING NEW U, IF YOU WANNA JOIN.

WHAT? IT'S TOO SOON. WE ARE NOT READY.

UH-HUH. THING IS, I WASN'T ASKING PERMISSION. WE HAVE TO STOP THEM NOW.

IT'S *SUICIDE,* YOU RASH YOUTH! WE NEED TO PLAN, AUGMENT OUR FORCES--

WE *DO.* BUT I'LL PUT YOU DOWN AS A NO. FINE. STAY IN YOUR SAFE LITTLE MAD-SCIENTIST LAB, PLOTTING AND SCHEMING. WE'LL BE SAVING THE WORLD. OVER AND OUT.

WAIT, WE'RE GONNA LET THEM TAKE ON THE INHERITORS ALONE?

YES, IF THEY ARE SO DETERMINED TO DIE!

BUT, *UM,* WEREN'T YOU JUST SAYING HOW IMPORTANT THE CLONING TUBES ARE?

I *DO* KNOW THE BUILDING INSIDE AND OUT.

THE SUBJECT IS CLOSED.

THOSE OTHERS ARE RUSHING IN LIKE THE FOOLS THEY ARE. AND LIKE FOOLS THEY WILL *DIE.*

IT'S DONE! HE IS RESTORED!

SOLUS, FATHER OF THE INHERITORS, WALKS THE MULTIVERSE AGAIN!

AS USUAL, DAEMOS, YOU DECLARE VICTORY BEFORE THE BATTLE IS BEGUN.

THAT'S NOT OUR FATHER. IT'S JUST AN EMPTY SHELL.

Brix.

Daemos.

Jennix.

Bora.

LOOK AT HIM. HE'S *DROOLING.*

STOP MOCKING ME! I ONLY MEANT THAT FATHER'S BODY IS READY.

AND WHEN OUR SISTER *VERNA* RETURNS WITH THE CRYSTAL CONTAINING HIS ESSENCE--

YES, YES. OUR LOVING FAMILY WILL BE REUNITED AND RAIN DEATH UPON THE MULTIVERSE.

MEANWHILE, WE COWER HERE LIKE RATS, IN FEAR OF THE PATHETIC ARMY OF SPIDER-TOTEMS. *WHY?*

BECAUSE I HAVEN'T YET FINISHED CREATING BODY BANKS FOR *US*, THAT WE MAY FIGHT WITHOUT FEAR OF PERMANENT DEATH.

IT'S ALL TAKING FAR LONGER THAN I EXPECTED...

THIS TECHNOLOGY IS MOST VEXING.

UFF--MAN. IT'S TIGHT IN HERE. I SHOULDN'T HAVE HAD THAT SECOND HELPING OF SLOP.

BREAKER, BREAKER. BACON BUDDY TO HEAD HONCHO. RECON SUCCESSFUL. WE'RE IN TIME.

THEY'VE GOT SOLUS' BODY READY, BUT IT'S A MINDLESS SHELL. AND THAT'S *ALL* THEY'VE GOT.

JENNIX NEEDS TECH SUPPORT BADLY. GUESS HE'S NOT AS MUCH OF A WHIZ WITH NON-STEAMPUNK EQUIPMENT.

OKAY, I GOTTA ASK. ARE YOU A PERSON WHO GOT BITTEN BY A RADIOACTIVE PIG? OR IS THIS SOME CRAZY *CHARLOTTE'S WEB* REBOOT?

PETEY, WE TALKED ABOUT NOT SAYING EVERYTHING YOU THINK OUT LOUD.

NEVER WORK WITH KIDS OR HUMANS, THEY SAY. AND OF COURSE I GOTTA DO BOTH.

GREAT WORK, HAM. THAT MEANS WE CAN STOP THE INHERITORS *HERE*. SILK, ARE YOU SURE THESE ARE THE MAIN SUPPORT BEAMS?

I WORKED HERE. TRUST ME. WE BLOW THESE, THE WHOLE PLACE COMES DOWN...AND THE CLONING TECH WITH IT.

OKAY, EVERYONE BACK THROUGH THE PORTAL. I'LL GO LAST. I'VE GOT TO HIT THE DETONATOR RIGHT AS I'M LEAPING THROUGH.

WE MIGHT JUST SCORE THE WIN WITHOUT FIRING A SHOT--

I THOUGHT I SMELLED DINNER.

SHNK

AAHH!

RRAAGGHH!

UNNFF!

THE DETONATOR--

NO!!!

BKRNCH

HAH! YES, GIVE IN TO DESPAIR...

...IT ADDS THE LOVELIEST HINT OF CITRUS.

AAGHH!

SP//dr... DETONATE THE CHARGES...FROM YOUR SUIT! DO IT!

BUT-- WE CAN'T GET CLEAR IN TIME!

I'D BE KILLING US ALL!

AN AGONIZING CHOICE. BUT THEN, AREN'T THEY ALL?

ARRHH!

NO!

DO IT,PENI! WE MUSTN'T LET THEM WIN-- *HKK!*

TOO LATE FOR THAT, STRIPLING.

WE'RE DEAD ANYWAY! MIGHT AS WELL TAKE THEM WITH US!

I--I'M SORRY, GUYS.

DETONATION IN THREE...TWO...

WHAT?!

SHRRNCHH

SWORD VIGOR!!!

YEE-HAAAW!

CAVALRY'S HERE, GUYS! EVERYONE HEAD OUT-- THERE'S PLENTY OF ROOM ON THE GIANT ROBOT!

JENNIX DEACTIVATED OUR BOMBS--WE CAN'T LEAVE THEIR EQUIPMENT INTACT!

RELAX...

...WE'VE GOT PEOPLE ON THAT.

FZZAATTT

THERE! I'VE BRICKED ALL THE CLONING TECH IN THIS PLACE. IT'S *USELESS.*

I CAN'T BELIEVE HOW EASILY WE GOT IN! WELL PLAYED, OTTO.

SIMPLICITY ITSELF. I REALIZED THAT IF THOSE FOOLS WERE DETERMINED TO CAUSE A CLUMSY DISTRACTION, WE SHOULD TAKE ADVANTAGE OF IT.

THEY COULD STILL STUDY THE EQUIPMENT AND RE-CREATE IT, IN TIME. WE SHOULD USE THAT RIDICULOUS GIANT SWORD... UTTERLY DESTROY THIS LEVEL.

OF COURSE, OSBORN. BUT I MUST FIRST SCAN THE BODY OF SOLUS TO DETERMINE THE AMOUNT OF TRAUMA REQUIRED TO KILL HIM.

EVEN MINDLESS, HE IS MASSIVELY POWERFUL, AND WE CAN'T RISK--

STAND AWAY FROM OUR FATHER!

IT APPEARS WE'RE OUT OF TIME.

THE DRAWBACKS OF ALLOWING CHILDREN TO PLAN WAR. STILL, WE'VE ACCOMPLISHED MUCH.

RETREAT TO LEOPARDON!

Moments later...

LEOPARDON IS TAKING SIGNIFICANT DAMAGE! AND SWORD VIGOR IS NOT YET RECHARGED!

THEN LET'S BE OFF, TAKUYA. WE ARE ALL ABOARD.

THIS IS CERTAINLY THE STRANGEST SPIDER WE'VE FACED.

LEOPARDON! CHANGE MARVELLAR!

THAT'S RIGHT, COWARDS, FLEE! YOUR GUERRILLA ATTACKS ACHIEVE NOTHING!

WE WILL FEAST UPON YOU YET!

WELL, YOUNG MAN...DO YOU SEE NOW THE DIFFERENCE PROPER PLANNING MAKES?

YEAH, THANKS FOR THE SAVE. BUT OUR MISSION WASN'T A TOTAL LOSS. I'VE GOT SOME INTEL THAT MIGHT HELP.

JENNIX IS HAVING TROUBLE WITH THE NEW U EQUIPMENT.

INTERESTING. TELL ME EVERYTHING...

YOU-- SPIDERS-MAN, ISN'T IT? I'D LIKE A WORD ABOUT THE INHERITORS.

CREEPY MONSTERS, AREN'T THEY? SO OBSESSED WITH EATING SPIDER-PEOPLE.

I MEAN, SOME I CAN UNDERSTAND. THAT KID...LIKE VEAL...

NOT THAT *I'D* DO THAT. POWER AND RESPONSIBILITY, THAT'S ME. DEFINITELY NOT EATING PEOPLE.

WHAT WERE WE TALKING ABOUT?

THE WAR. ALIGNED WITH THIS BAND OF MISFITS, IT IS QUITE LIKELY WE WILL LOSE IT.

THE INHERITORS WILL RAVAGE THIS EARTH THEN MOVE ON TO OTHERS AND DO THE SAME. YOUR WORLD. *MY* WORLD.

BUT I'LL TELL YOU A SECRET. UNTIL RECENTLY, I HAD POSSESSION OF AN UNSTABLE *COSMIC CUBE*. IT SHOWED ME VISIONS OF THE MULTIVERSE.

AND THE *WEB OF LIFE AND DESTINY*.

OKAY, MAYBE IT'S MY HIVE MIND, BUT I'M NOT FOLLOWING.

WHAT I'M SAYING IS THAT IN WAR, SACRIFICES MUST BE MADE. AND IN THIS WAR, THE SACRIFICE IS A *WORLD*.

WE CAN *WALL OFF* THIS DIMENSION. TRAP THE INHERITORS ON EARTH-616, WITH NO MEANS OF ESCAPE.

HMM. YOU DO REALIZE THEY'D KILL EVERYONE HERE.

YES. THERE'S A TERM FOR THAT... "ACCEPTABLE LOSSES."

I SEE YOU'RE INTRIGUED. LET'S KEEP THIS CONVERSATION BETWEEN US, SHALL WE...?

SPIDER-GEDDON #4

WHUFF!

Spider-Woman.
JESSICA DREW OF EARTH-616.

AM I...

AM I HOME...?*

WAIT, I HAVE THE DAMNED SOLUS CRYSTAL?!

IT CERTAINLY SEEMS YOU DO!

*SEE SPIDER-FORCE FOR THE EVENTS LEADING UP TO THIS MOMENT! --THE SPIDEY-OFFICE-FORCE

OUR DEAR SISTER *VERNA* HAS SENT US A *GIFT.*

THE CRYSTAL CONTAINING THE ESSENCE OF FATHER SOLUS...

...DELIVERED IN AN *EDIBLE* PACKAGE.

AT LAST. THE *INHERITORS* WILL BE A *FAMILY* AGAIN!

OVER MY DEAD BODY!

FZZA SH

YES, PRECISELY.

DAEMOS, SHARE YOUR FOOD WITH BRIX AND BORA.

HA! NOT LIKELY!

ARRHH! THIS ONE'S LIFE ESSENCE IS INFUSED WITH *RADIATION!*

THAT'S RIGHT. I GOT MY POWERS FROM A RADIATION BLAST...

OH, WAIT-- RADIATION'S POISON TO YOUR KIND, ISN'T IT? EAT UP, BIG FELLA. I HOPE YOU *CHOKE* ON ME.

RADIATION THAT DOESN'T *POISON* YOU, YOU SAY? HMM.

PLACE HER IN STASIS. I'LL STUDY HER LATER... IF I CAN TRANSFER HER IMMUNITY TO US, OUR GREATEST WEAKNESS WILL BE ELIMINATED.

BUT I HAVE MORE URGENT CONCERNS AT THE MOMENT.

MAKING OUR FAMILY *WHOLE.*

SHHKK

AAARRRHHH--

HA HA HAAAA!

I LIVE. I LIVE!

YOU'VE DONE WELL, MY CHILDREN. AND YOUR REWARD SHALL BE GREAT INDEED. A *FEAST* LIKE NEVER BEFORE.

A NEW HOME-WORLD. *THIS* WORLD.

AND SUCH MAGNIFICENT *VENGEANCE* THAT WILL PUT *ALL PAST SLAUGHTERS TO SHAME!*

Central Park, Earth-13.

LOOKS LIKE A WAR HAPPENED HERE.

Spider-Man.
PETER PARKER OF EARTH-1048.

...AND SOLUS SINGLE-HANDEDLY *KILLED* THE MOST POWERFUL SPIDER-MAN I'VE EVER SEEN. HE HAD THE COSMIC *ENIGMA FORCE*...THE POWERS OF *CAPTAIN UNIVERSE*.

AND SOLUS DRANK HIS LIFE ENERGY LIKE IT WAS A SMOOTHIE.

THE LOCALS LEFT THE PARK JUST AS IT WAS AND PUT UP THIS STATUE...A MEMORIAL.

Spider-Man.
MILES MORALES OF EARTH-616.

ONE *DID*. THIS IS WHERE THE SPIDER-ARMY FOUGHT THE INHERITORS...

Spider-Man.
NORMAN OSBORN OF EARTH-44145

I'M OF THE BELIEF THAT DWELLING ON DEFEATS IS COUNTERPRODUCTIVE. WHY ARE WE *HERE*, OTTO?

EVEN IF THE ENIGMA FORCE HAS FOUND A NEW HOST, ITS POWER WOULD ONLY WORK IN *THIS* UNIVERSE.

BECAUSE, OSBORN, I HAVE GAINED A NEW APPRECIATION FOR ANALYZING PAST MISTAKES, TO AVOID REPEATING THEM.

THIS PLACE IS STILL INFUSED WITH THIS DIMENSION'S ENIGMA FORCE. I HOPE WE CAN ANALYZE IT...USE IT TO LOCATE *OUR* WORLD'S CAPTAIN UNIVERSE.

The Superior Spider-Man.
OTTO OCTAVIUS OF EARTH-616.

A FOOL'S ERRAND...HE COULD BE GALAXIES AWAY. WE SHOULD BE RECRUITING ALL THE SPIDERS WE CAN... *CANNON FODDER,* IF YOU WILL.

SORRY, CAN I JUST SAY-- WHO INVITED A *NORMAN OSBORN?*

SILENCE, BOTH OF YOU. WE REQUIRE ALL THE HELP WE CAN MUSTER, BUT NONE OF YOU ARE INDISPENSABLE, AND MY PATIENCE HAS LIMITS!

Spider-Man.
PETER PARKER OF EARTH-18119.

SORRY TO INTRUDE, BUT...ARE YOU...*MJ?*

YEAH. AND YES, MY HUSBAND IS WHO YOU THINK *HE* IS...A VERSION OF YOU.

AND SINCE THOSE GUYS ARE BEING JERKS, I'LL TELL YOU WHAT I TELL ALL THE PETES WHO APPROACH US. I DON'T KNOW HOW IT WORKED OUT FOR US. IT JUST DID.

OH, AND IF YOUR MJ'S ANYTHING LIKE MINE... DON'T LET HER GET AWAY.

Spinneret.
MARY JANE WATSON-PARKER OF EARTH-18119.

AND *YOU...* I HEARD ONE OF THE OTHERS CALL YOU "MILES."

I KNOW A MILES TOO. HE'S A LOT LIKE YOU, BUT YOU'RE SO... *ADVANCED,* I GUESS. I MEAN, YOU'RE LEADING A WHOLE TEAM.

YEAH... AND NOT DOING A VERY GOOD JOB. COMING TO THIS WORLD WAS MY IDEA, BUT IT'S LOOKING LIKE A DEAD END.

ARE YOU KIDDING? YOU'VE KEPT YOUR PEOPLE ALIVE AGAINST AN OVERWHELMING ENEMY...AND YOU NEVER GIVE UP. THAT'S A LEADER IN MY BOOK.

THANKS... THAT MEANS A LOT. YOUR MILES IS LUCKY TO HAVE A FRIEND LIKE YOU. WHEN THIS IS OVER, TELL HIM I SAID HI.

I MIGHT DO MORE THAN THAT. PRETTY SNAPPY *OUTFIT* YOU'VE GOT THERE...

GUYS, WE NEED YOU BACK AT BASE. WE'VE GOT BAD NEWS.

Spider-Punk. HOBIE BROWN OF EARTH-138.

Aboard Leopardon. THE GIANT ROBOT BELONGING TO SPIDER-MAN OF EARTH-51778.

THE SPIDER-BOT WE LEFT AT NEW U DETECTED A POWER SURGE. IT INVESTIGATED... AND SENT US *THIS*.

THE SIGNAL DIED A MOMENT LATER, BUT IT'S CLEAR...SOLUS IS BACK.

THEN *KAINE* HAS FAILED. AND HIS TEAM IS LIKELY DEAD.

THIS IS UNTENABLE. THEY'RE GAINING SOLDIERS AS WE LOSE THEM. WE NEED TO BRING IN AS MANY BODIES AS WE CAN AS FAST AS WE CAN, THEN ATTACK WITH PRECISION.

I UNDERSTAND THAT LAST TIME KAINE KILLED SOLUS WITH SUFFICIENT SHARP BODILY TRAUMA. WE SHOULD TRY TO REPLICATE THAT.

KAINE WAS *THE OTHER* THEN. SOME KIND OF SPECIAL TOTEM THING. BUT HE'S NOT ANYMORE. I GUESS IT COMES WITH AN EXPIRATION DATE.

"CAPTAIN UNIVERSE." "THE OTHER." FOR PITY'S SAKE, WILL YOU ALL STOP PINNING YOUR HOPES ON SOME *DEUS EX MACHINA* AND *THINK?*

OR JUST LEAVE IT TO SOMEONE WHO CAN, LIKE *ME?*

THAT...IS... *ENOUGH!*

THE AGED PARKER WAS RIGHT. YOU ARE A CANCER IN THIS BODY. YOU ARE NOT WANTED HERE.

DUDE! I'M NOT *THAT* OLD!

YOU THINK THEY ACCEPT *YOU* AS LEADER? YOU DELUDED, ARROGANT CLOWN.

ACTUALLY-- AND I CAN'T BELIEVE I'M SAYING THIS--I'M WITH DOC OCK.

WHAT HE SAID. I'VE NEVER MET A NORMAN OSBORN I DIDN'T THINK WOULD STAB ME IN THE BACK AT A MOMENT'S NOTICE.

FINE. DO YOUR COMMUNITY THEATER IMPRESSION OF THE 300 SPARTANS.

I'LL GO BACK TO MY WORLD AND WORK ON A *REAL* SOLUTION. COME, SPIDERS-MAN. YOU'RE THE ONLY ONE WITH ANY SENSE IN THIS GROUP.

THE *WEB-WATCH,* OSBORN. I'LL NOT HAVE YOU GALLIVANTING ACROSS DIMENSIONS CAUSING TROUBLE.

WOULDN'T DREAM OF IT. HAVE FUN STORMING THE CASTLE... IDIOTS.

THIS IS YOUR HOME-WORLD?

NO.

NO, IT'S SOMEWHERE MUCH MORE *INTERESTING...*

LOOK, NONE OF US ARE GONNA SHED TEARS OVER LOSING NORMAN OSBORN...BUT HE WAS RIGHT ABOUT ONE THING. WE NEED A PLAN, AND WE NEED IT NOW.

THE FOOL HAD A POINT. SOLUS ***CAN*** BE KILLED... AND LEOPARDON'S ***SWORD VIGOR*** CAN PROVIDE ALL THE STABBING POWER WE REQUIRE.

BUT SOLUS ***BEAT*** LEOPARDON LAST TIME.

AH, BUT THIS WILL BE DIFFERENT! NOW I ***LEAD*** WITH SWORD VIGOR!

AND I APPROVE THAT MESSAGE. ALL I'M SAYING IS, IT'S NOT GOING TO BE EASY.

WE RUSHED INTO NEW U UNDERMANNED, AND WE FAILED. YOU'RE ***RIGHT***, DOC. WE NEED MORE TROOPS. LET'S BRING IN ALL THE SPIDERS WE CAN.

NOW YOU SEE THE WISDOM OF MY PLANS...NOW THAT IT'S ***TOO LATE!***

SOLUS IS BACK. OVERWHELMING NUMBERS MEAN NOTHING. WE MUST FIND THE INHERITORS' WEAKNESSES... AND ***EXPLOIT*** THEM!

THAT'S WHAT MY TEAM'S DOING. THEY'RE CHASING DOWN SPIDER-CULT INTEL, GETTING US WEAPONS, AND FINDING OUT WHO ***THE OTHER*** IS NOW--

BAH! SUPERSTITIOUS MUMBO JUMBO! I SPEAK OF ***SCIENCE!*** ANALYSIS AND PLANNING!

YOU ALWAYS WANT TO AVOID THE FIGHT! I THINK YOU'RE ***AFRAID!*** BECAUSE YOU KNOW THIS WHOLE THING IS ***YOUR FAULT!***

HOW DARE YOU?! YOU INSOLENT, IMPERTINENT--

WAIT.

I'M... SORRY.

EH? WHAT TRICKERY IS THIS?

NO TRICKS. YOU'RE ***RIGHT***. WE'LL DO WHAT YOU SAY. GET THE GENIUSES TOGETHER FOR A PLANNING SESSION.

BUT LET'S ***ALSO*** LET THE OTHERS--THE ONES YOU DON'T NEED--BRING IN NEW SPIDERS.

IT'S CALLED A ***COMPROMISE***. IF WE'RE GONNA ***SURVIVE*** THIS...WE BOTH HAVE TO STEP OUT OF OUR COMFORT ZONES A LITTLE.

YOU...SHOW MATURITY BEYOND YOUR YEARS, YOUNG MAN.

VERY WELL. WE SHALL CAST THE DIE... TOGETHER.

AND THEN WE'LL TALK ABOUT RETIRING YOUR CATCHPHRASE.

WHAT IS THIS PLACE?

I SAW IT THROUGH THE *COSMIC CUBE* I ONCE OWNED. IT'S CALLED--

--*LOOMWORLD.*

ONCE THE HOME OF THE INHERITORS. THEN OF A GROUP OF ***WEB-WARRIORS*** PROTECTING THE MULTIVERSE.

NOW...KARN, THE ***MASTER WEAVER,*** IS DEAD, AND THE WEB IS UNGUARDED.

KARN--HE'S THE INHERITOR WHO FLIPPED TO THE GOOD GUYS, RIGHT? TURNED AGAINST HIS FAMILY?

MAN, THAT'S SAD. REALLY TRAGIC.

TASTES LIKE *BACON.*

EAT YOUR FILL. KARN HOLDS NO INTEREST FOR ME.

THE ***WEB,*** ON THE OTHER HAND...

I HEAR YOU. WE DON'T NEED THEIR STINKIN' WEB-WATCHES.

WITH THE WEB OF LIFE AND DESTINY, WE CAN GO ***ANYWHERE.*** THAT'S WHY YOU'RE CUTTING OFF A PIECE FOR YOURSELF, RIGHT?

YES. MY LOST COSMIC CUBE LET ME ***SEE*** OTHER WORLDS... ***THIS*** WILL ALSO LET ME ***GO*** TO THEM.

BUT YOU MISS THE LARGER POINT.

CHK-

BZZZZ

AHH. THAT'S WHAT I'M LOOKING FOR.

YOU SEE, SPIDERS-MAN, THE WEB ***POWERS*** THE OTHERS' WEB-WATCHES. IT'S THE MEANS BY WHICH THEY TRAVEL BETWEEN DIMENSIONS.

DO YOU REMEMBER WHAT I SAID ABOUT SEALING OFF EARTH-616? TRAPPING THE INHERITORS THERE?

YEAH, BUT HOW DO WE KNOW IT'D BE PERMANENT? ALL THOSE WEB-WATCHES OUT THERE...AND I BET THEY'RE NOT THE ONLY WAY TO ACCESS THE WEB OF LIFE.

YOU MAKE AN UNCHARACTERISTICALLY LUCID POINT. AS LONG AS THE ***WEB OF LIFE AND DESTINY*** EXISTS, INTERDIMENSIONAL TRAVEL IS POSSIBLE.

BUT WHAT IF THE WEB DID *NOT* EXIST?

Aboard Leopardon.

SO ON THIS WORLD, THE SPIDER-TOTEM IS A GIANT RED *T. REX*. WHAT'S NOT TO LOVE?

HOW ABOUT THIS GUY? HE'S A COP... A GRIZZLED VETERAN OF THE FORCE.

SPIDER-COP...ACTUALLY *EXISTS?*

I CAN'T EXPRESS HOW HAPPY THIS MAKES ME.

HEY, DOC! CHECK OUT THESE RECRUITS. NOT AN OSBORN IN THE BUNCH.

THAT WILL NOT BE NECESSARY. I AM...REASONABLY COMFORTABLE WITH YOUR JUDGMENT.

AT ANY RATE, OUR WORK HERE IS WHAT *TRULY* MATTERS. MR. PRABHAKAR, REPORT.

BUT HE HAS NOT MASTERED THE TECHNOLOGY AND CANNOT AS YET RESURRECT HIS FAMILY. THE SOLUS BODY WAS HIS ONLY SUCCESS.

OWW! AN ENERGY SURGE?

WHAT'S HAPPENING TO OUR WEB-WATCHES?

FZZAAT

FZZAAT

BEFORE THE SPIDER-BOT WAS DESTROYED, IT CONVEYED THAT JENNIX CONTINUES TO TRY TO RE-CREATE HIS CLONING TUBES.

YEAH... WE BRICKED ALL MY ***NEW U*** EQUIPMENT, BUT HE'S CANNIBALIZING IT FOR PARTS AND ADDING HIS STEAMPUNK TECH.

ATTENTION! WE ATTACK IN SIX HOURS! *ASSEMBLE OUR NEW RECRUITS IMMEDIATELY!*

I WILL GO RIGHT AWAY--

Loomworld. Moments earlier.

WELL, THAT SHOULD DO IT. ARE YOU GOING BACK TO YOUR EARTH?

WHY LIMIT MYSELF?

I THINK I'LL VISIT THEM *ALL*.

YOU GET A SPIDERS-MAN! AND YOU GET A SPIDERS-MAN! EVERYONE GETS A SPIDERS-MAN...

THAT WAY, IF YOU SEE ANY WORLDS YOU LIKE, WE CAN KEEP OUR SPIDER-MAN TEAM-UP GOING. SEE YOU SOON, NORMIE!

"NORMAN OSBORN, SAVIOR OF INFINITE EARTHS." I LIKE THE SOUND OF THAT.

WELL... "INFINITE"...

CLICK

...MINUS *ONE*.

BRAKKA

BOOOM

Aboard Leopardon.

WE'VE GOT A PROBLEM HERE.

I CAN'T GET ANY VIEWS OF OTHER EARTHS!

THE WEB-WATCHES ARE ALL OVERLOADED--DESTROYED--AS IF BY SOME MASSIVE FEEDBACK!

I CAN'T GET ANY READINGS AT ALL FROM THE WEB OF LIFE AND DESTINY. IT'S AS IF...

...AS IF IT'S NO LONGER THERE.

IS SUCH A THING POSSIBLE? WHAT OF KARN? IS HE NOT MEANT TO BE THE WEB'S PROTECTOR?

YEAH. IF THIS IS HAPPENING...

...JUST THINKING ABOUT IT MAKES MY BRISTLES STAND ON END.

HOLD ON--WE LEFT OUR DAUGHTER IN OUR HOME DIMENSION! ARE YOU SAYING WE *CAN'T GET BACK TO HER?*

I--I DON'T KNOW. WE'RE GOING TO TRY--

I KNOW WHAT'S HAPPENED.

SOMEONE HAS WALLED OFF THIS EARTH.

TRAPPED US HERE WITH THE INHERITORS.

WHAT? *WHY?* WHY WOULD YOU EVEN THINK THAT?

BECAUSE IT *MAKES SENSE,* FROM THE PERSPECTIVE OF COLD LOGIC.

IT WAS *OSBORN.* WE NEVER SHOULD HAVE LET HIM JOIN US.

WE CAN'T BE *LOST.* IF I LEARNED ANYTHING FROM PETER IT'S THAT THERE'S ALWAYS A SOLUTION.

A PSYCHOPATH WOULD SEE IT AS A SMALL SACRIFICE, RELATIVELY SPEAKING, TO SAVE MANY MORE. AND NOW WE'RE LOST.

WE CAN *DO* THIS! PAVITR, OCTAVIA...

...WE'VE GOT SOME OF THE MOST BRILLIANT MINDS IN *ANY* UNIVERSE ON OUR SIDE. WE JUST NEED TO STEP UP.

CHALLENGE OURSELVES TO DO THINGS WE THOUGHT WE COULDN'T DO...BUT NOW WE *HAVE* TO. AND WE'VE GOT *YOU,* OTTO.

THE SUPERIOR--

WAIT...

OTTO?

I STILL THINK WE SHOULD'VE TOLD THE OTHERS WHAT WE'RE DOING.

AFTER IT'S DONE. THOSE ALTRUISTIC FOOLS WOULD'VE INSISTED ON ACCOMPANYING US...

...AND THAT WOULD DOOM OUR MISSION, WHICH RELIES UPON STEALTH.

The Transamerica Pyramid.

CURRENT HOME OF THE INHERITORS. FORMER HOME OF NEW U TECHNOLOGIES.

LOOKS LIKE JENNIX COBBLED TOGETHER MORE CLONING VATS FROM MY OLD EQUIPMENT, BUT HE STILL CAN'T MAKE THEM WORK.

IT'S THE *ACCELERATED AGING* THAT'S TRICKY. TAKES YEARS OF PRACTICE.

GOOD. THEN IF WE KILL THE INHERITORS NOW, THERE IS TRULY NO COMING BACK FOR THEM.

ARE YOU *CERTAIN* YOU CAN DO WHAT IS REQUIRED?

I WARN YOU, REILLY, IF YOU PLAN THE SORT OF BETRAYAL YOU WOULD HAVE COMMITTED AS *THE JACKAL*--

LOOK, DOC. I KNOW I WAS A LITTLE...*OFF* THE LAST TIME WE HUNG OUT.

GETTING BRUTALLY KILLED 27 TIMES WILL DO THAT TO A GUY.

BUT I'VE BEEN TRYING TO TURN THINGS AROUND. AND I THINK I'VE DONE OKAY.

THIS IS MY CHANCE TO MAKE IT RIGHT.

DON'T WORRY ABOUT ME. I'LL DO MY PART.

EXCELLENT.

THEN SO WILL I.

WHROKK

I HAVE FULFILLED MY PART OF THE BARGAIN. SHOW YOURSELVES...

...INHERITORS.

I MUST ADMIT, WE WERE... *INTRIGUED* TO RECEIVE YOUR OFFER.

BUT IT'S A GOOD ONE. I CONFESS I'VE FOUND THE CLONING TECHNOLOGY HERE QUITE ALIEN TO ME.

ONCE I ABSORB THE LIFE FORCE OF MR. REILLY HERE-- THE MAN WHO *DESIGNED* IT-- I WILL ALSO ACQUIRE HIS KNOWLEDGE.

I CARE NOTHING FOR YOU, *JENNIX.* ONLY THAT YOUR FATHER SOLUS REMEMBERS *HIS* PART OF OUR BARGAIN: YOU WILL SPARE THIS WORLD.

I WILL FIND YOU ANOTHER TO RAVAGE AND LAY CLAIM TO. FOR ONE OF MY GENIUS, THERE ARE OTHER WAYS TO TRAVERSE DIMENSIONS.

I AGREE TO YOUR TERMS. WE WILL SHOW THIS WORLD MERCY.

THOUGH WE MAKE NO PROMISES REGARDING ANYONE *IN* IT, SHOULD THEY DISPLEASE US.

VERY WELL. THEN IF YOU'LL EXCUSE ME... I PREFER NOT TO BE PRESENT FOR...WHAT FOLLOWS.

YES, BE GONE, FALSE SPIDER.

WE PREFER TO EAT AS A *FAMILY.*

NOTHING. ALL KNOWN MEANS OF TRAVEL TO OTHER DIMENSIONS ARE DOWN. PERHAPS WITH TIME...

THAT'S WHERE I AM WITH THE INHERITORS' GENETIC CODES. THEY COULD GIVE US SOMETHING USEFUL...BUT NOT RIGHT AWAY.

GUYS, WAIT. OUR TRIP TO EARTH-13 MAY NOT HAVE BEEN A SNIPE HUNT AFTER ALL.

Aboard Leopardon.

WE MAPPED THEIR *ENIGMA FORCE'S* ENERGY SIGNATURE. I WAS ABLE TO USE IT... TO SEND A MESSAGE.

AND I THINK I JUST HEARD BACK.

YOU FOUND *CAPTAIN UNIVERSE?*

NOT QUITE.

WHO DARES SUMMON THE ENIGMA FORCE?

I THINK IT'S *MAD...*

SPIDER-GEDDON #5 VARIANT BY
VANESA R. DEL REY

THE *ENIGMA FORCE* IS NOT A TOOL TO BE MANIPULATED BY MORTALS.

THE ENIGMA FORCE COMES TO THOSE IT DEEMS WORTHY. WHAT TEMERITY. WHAT *ARROGANCE*, MAKES YOU THINK *YOU* ARE WORTHY?

HAVE YOU NOT ALL MADE MISTAKES? UNFORGIVABLE ONES?

I... IT'S RIGHT. UNCLE BHIM... I'M SO SORRY...

SO MANY I SHOULD HAVE SAVED AND DIDN'T...

IF ONLY I'D...

NO, Y'KNOW WHAT? MAYBE WE'RE NOT WORTHY. NONE OF US.

BUT *WHO IS?* WHAT DOES THAT EVEN *MEAN?*

WE'RE TRYING TO SAVE THE DAMN MULTIVERSE! FROM A BUNCH OF MONSTERS THAT *KILLED* A VERSION OF *YOU* IN ANOTHER UNIVERSE!

IF THAT'S NOT GOOD ENOUGH FOR YOU, *GO AWAY!* LET US DO WHAT WE CAN TO DEAL WITH THE ACTUAL PROBLEM WHILE YOU WAIT FOR SOME PERFECT IDEAL THAT'S NEVER COMING!

AH, MILES...

...PERHAPS YOU SHOULD NOT HAVE ANTAGONIZED THE COSMIC *FORCE.*

The Transamerica Pyramid.

BE GONE, FALSE SPIDER.

I CAN'T BELIEVE YOU DID THIS, OTTO...

SILENCE, THEY'LL *HEAR* YOU.

YOU FOLLOWED US HERE?! YOU HAVE NO IDEA--

YOU'RE QUESTIONING *ME*?!

YOU GAVE *SCARLET SPIDER* TO THE INHERITORS!

YOU *BETRAYED* US ALL!

YOU YOUNG FOOL-- *UFF!*

WHAT? I SHOULD *TRUST* YOU? BOW TO YOUR EXPERIENCE AND WISDOM WHILE YOU THROW US ALL UNDER THE *BUS?*

YOU WERE STARTING TO SOUND LIKE MY WORLD'S OTTO. SO I ASKED MILES ABOUT YOU.

HE TOLD ME *EVERYTHING.*

WHAMM

WHAT YOU DID TO THIS WORLD'S PETE...STEALING HIS BODY...HIS LIFE! YOU'RE WORSE THAN MY OTTO EVER *DREAMED* OF BEING!

EEAAGGHHH!

OH NO... *BEN...*

NNHHH...

AH, GOOD. IT'S SO MUCH MORE SATISFYING WHEN THE SPIDER-TOTEM IS *AWARE* IT'S BEING CONSUMED.

STOP TRYING TO MAKE US JEALOUS, JENNIX, AND EAT HIM ALREADY.

AS YOU WISH, BROTHER DAEMOS.

AH, YES. NOW I UNDERSTAND YOUR MACHINERY. SO SIMPLE... AND THERE'S SO MUCH MORE.

MY, SUCH A LIFE YOU'VE HAD. SO FLAVORFUL...

AGHH...

THAT'S "LIVES," PAL. I'VE HAD A FEW.

STARTED OUT AS A CLONE OF PETER PARKER. MEMORIES THAT WEREN'T MY OWN. A PUPPET ON A STRING

EVENTUALLY I MADE A LIFE FOR MYSELF. NOT PERFECT, BUT IT WAS *MINE*.

AND WHEN IT *ENDED*-- SAVING MY "BROTHER," PETER--I THOUGHT IT WAS ENOUGH

MY CREATOR, MILES WARREN, *THE JACKAL*, HAD OTHER IDEAS.

HE BROUGHT ME BACK... THEN KILLED ME AGAIN. *TWENTY-SEVEN* DEATHS IN ALL, EACH MORE HORRIBLE THAN THE LAST

I EMERGED DAMAGED. AND DAMAGED PEOPLE DAMAGE OTHERS.

SO PATHOLOGICALLY AFRAID OF DEATH, I DECIDED TO CONQUER IT--BECOME THE JACKAL MYSELF. BUT ALL I DID WAS *HURT* THE PEOPLE I TRIED TO *HELP*...

...AND AFTER ALL THAT, HERE I AM, DYING AGAIN. BUT THIS TIME IT'S *MY* CHOICE.

AND THIS TWENTY-EIGHTH DEATH... *THIS* IS A GOOD ONE.

BECAUSE I'M NOT THE ONLY ONE WITH A PATHOLOGICAL FEAR OF DEATH...

NO... NO...

EEAAGGHHH!

BROTHER? WHAT'S WRONG?

I'M DYING! AGAIN AND AGAIN I'M DYING!

HNH. FOOD POISONING.

YOU... PLANNED THIS? THE TWO OF YOU?

OF COURSE. REILLY UNDERSTOOD THAT ONLY WITHOUT JENNIX'S CLONING TUBES DO WE HAVE A CHANCE TO DEFEAT THEM. SO WE HAD TO DESTROY HIS MANIACAL MIND.

BUT BEN'S *DEAD!!!* THERE... *STILL* HAD TO BE A BETTER WAY.

BRIX AND I HAVE FOUND THE CULPRITS!

THEY'LL FIX OUR BROTHER...OR *DIE SCREAMING!*

GO. I WILL HOLD THEM OFF.

YOU'D--

SNAP

I AM SORRY I AM NOT THE MAN YOU THOUGHT I WAS, PETER.

BUT PERHAPS I CAN BE SOMETHING CLOSE.

I DON'T KNOW WHAT YOU ARE. AND Y'KNOW WHAT? I DON'T CARE.

I CAN'T CONTROL WHAT YOU DO. ONLY WHAT *I* DO. AND WHAT I DO...

...IS FIGHT *MONSTERS* LIKE THESE.

WHAT YOU'LL DO IS WHAT ALL SPIDERS DO.

DIE.

WHAAAM

...I HAVE MUCH TO REPAY THEM FOR.

BKRAMM

HOW CUTE! THEY'RE ACTUALLY TRYING TO FIGHT BACK.

GOOD. MOVE ASIDE, BORA.

ALL THOSE MONTHS STARVING, SUFFERING IN THAT RADIOACTIVE HELLHOLE...

YOU STAND ASIDE, SON. I HAVE YET TO FEED SINCE I RETURNED.

I CLAIM THIS KILL...

RRRAAAGGHH!

URAAAGGH

LOOKS LIKE THE UNIVERSE WANTS YOU TO GO HUNGRY.

MORE SPECIFICALLY... *CAPTAIN UNIVERSE.*

YES!

THIS--*THIS* IS A FEAST FIT FOR LORD SOLUS! I KILLED ONE LIKE YOU BEFORE.

THEY'RE ON THE ROPES. VERNA MISSING, JENNIX CRAZY.

TIME TO PUT THE BOOT IN!

IT WAS THE *FINEST MEAL I'VE EVER HAD!*

I WAS THERE.

HE LET YOU GET YOUR HANDS ON HIM.

SHRAKK

I WON'T MAKE THE SAME MISTAKE!

AMUSING... YOU THINK... YOU HAVE... A CHOICE.

KKRRZZZZ

AH! THE BATTLEFIELD, AT LAST.

CAPTAIN UNIVERSE'S POWERS ARE IMPRESSIVE INDEED TO OUTRACE MARVELLER'S ROCKET ENGINES.

Marveller. THE TRANSFORMING SPACESHIP PILOTED BY TAKUYA YAMASHIRO, SPIDER-MAN OF EARTH-51778.

BUT NOW IT IS TIME. MARVELLER! *CHANGE LEOPARDON--*

SMASSHH

I TOLD YOU I'D FEAST UPON YOU, MEAT.

YOUR COLOSSAL ROBOT'S SWORD IS ACTUALLY A THREAT TO MY KIND. SO I WILL SEE YOU ***NEVER*** GET THE OPPORTUNITY TO USE IT!

YOU THINK LEOPARDON IS THE ONE TO FEAR?

I AM AN EMISSARY OF HELL!

FACE ME, VILLAIN...AND LEARN WHAT THAT MEANS!

TAKUYA!

NO!!!

KRAASSHH

YES.

I BELIEVE I OWE YOU A RECKONING AS WELL, SP//dr...

WHERE ARE YOU GOING? THE FIGHT'S OVER HERE!

AND ONE MORE BODY WILL MAKE NO DIFFERENCE.

NOR WILL TWO. *OCTAVIA!* TO ME!

OTTO, TAMPERING WITH THE INHERITORS' CLONING TECHNOLOGY IS WHAT GOT US HERE.

I'M A COUNTERPART OF YOU, AND EVEN I DON'T THINK THIS IS A GOOD IDEA...WAIT.

SPIDER-WOMAN? I CAN'T BELIEVE YOU'RE ALIVE!

EVEN BETTER, VERNA'S NOT. SHE DIED ON THAT RADIOACTIVE WORLD.

WHAT ABOUT THE OTHERS?

THE BATTLE RAGES EVEN NOW. IN THAT DIRECTION.

WE ARE ON...ANOTHER MISSION.

COPY THAT. I'LL GO LEND A HAND.

WHAT EXACTLY *IS* THAT MISSION, OTTO?

IT IS TWOFOLD. ONE...

...TO ACKNOWLEDGE A WRONG.

AND PERHAPS... RIGHT IT.

YOU'RE *RESURRECTING* BEN? I APPLAUD THE SENTIMENT, BUT THERE'S NO TIME.

AND IF THE BATTLE ISN'T WON, IT WON'T MATTER.

EXACTLY. WHICH BRINGS US TO OUR SECOND OBJECTIVE.

FROM THE START, OUR FORCES HAVE BEEN DIVIDED...BY THE QUESTION OF WHAT TO *DO* WITH THE INHERITORS.

I ADVOCATED SLAYING THEM. LAST TIME, WE IMPRISONED THEM INSTEAD, AND NOW WE SUFFER FOR IT.

BUT TOO MANY SPIDERS DISAGREE... CAN'T OVERCOME THEIR NAIVE MORALS. AND OUR DISSENSION *WEAKENS* US.

WHILE THE INHERITORS FIGHT AS ONE. AND SO THEY ARE WINNING.

BUT *I* HAVE THE ANSWER.

OF COURSE.

WORK WITH ME, OCTAVIA...AND LET US SEE WHAT WONDERS WE CAN ACCOMPLISH!

JENNIX IS A MUCH MORE EFFECTIVE FIGHTER LIKE THIS.

YES, WE SHOULD HAVE DRIVEN HIM MAD *AGES* AGO.

THIS ISN'T WORKING! THEY'RE TOO STRONG!

I NEED HELP HERE! LEOPARDON'S DOWN!

EVEN WITH MILES, *WE DON'T HAVE THE POWER TO WIN THIS!*

MJ, YOU HAVE TO GET OUT OF HERE.

HUSH. IF THIS IS THE END, WE'RE FACING IT TOGETHER.

I'M GLAD ANNIE MAY ISN'T HERE...HOPEFULLY SHE'S SAFE.

I JUST WISH WE COULD HEAR HER VOICE ONE LAST TIME...

EEWWWW!

MOM! DAD! WE *TALKED* ABOUT BEING GROSS IN PUBLIC!

Spiderling.
ANNIE MAY PARKER OF EARTH-18119.

LET THEM HAVE THEIR MOMENT, SPIDERLING. I WISH I COULD GIVE MY MOM THE CHANCE TO KISS MY DAD ONE MORE TIME.

Spider-Girl.
ANYA CORAZON OF EARTH-616.

Spider-Woman.
MAY PARKER OF EARTH-982.

LOOKS LIKE WE GOT HERE JUST IN TIME FOR THE BIG THROWDOWN.

SPIDERLING?

NO--IT'S TOO DANGEROUS FOR YOU HERE!

AH, THE DESSERT TRAY.

I'LL HAVE THE LOT.

I WONDERED WHERE YOU CHILDREN HAD GOTTEN TO.

WE MADE A STOP IN WHAT'S LEFT OF LOOMWORLD. THE *WEB OF LIFE* IS DESTROYED...BUT WE GOT PIECES OF IT.

AND A SURPRISE. TURNS OUT I'M THE *PATTERN-MAKER!**

* SEE *SPIDER-GIRLS* FOR DETAILS! --THE WEB OF NICK AND KATHLEEN

THE PATTERNMAKER? HOW DO YOU EVEN KNOW THAT TERM--

QUICKLY! KILL THEM BEFORE--

WHAT YOU INHERITORS COULD NEVER ACCEPT IS THAT THE WEB HAS ALWAYS HAD ITS WARRIORS...

YEAH...TOO LATE FOR THAT.

SPIDER-GIRL POWER-UP!

...AND IT ALWAYS WILL!

AGH!

AOOWW!

THEY... *HURT* US.

SO THEY'RE STRONGER. ALL THAT MEANS IS A MORE FILLING MEAL WHEN WE FINALLY WIN!

I KNOW YOU GUYS WORRY ABOUT ME. BUT WE'VE GOT THIS. YOU NEED TO TRUST ME TO HANDLE IT.

YOU SHOULD KNOW BETTER, ANNIE.

WE DO THINGS AS A *FAMILY.*

WE'VE GOT BRIX AND BORA! THE REST OF YOU FOCUS ON THE OTHERS!

THERE'S ONE *I'VE* OWED FOR A LONG TIME.

YOU FOUGHT VALIANTLY, LITTLE ONE. BUT NOW I WILL *CRACK OPEN* THAT SHELL AND FEAST ON WHAT'S INSIDE.

NEVER. SELF-DESTRUCT IN 3...2...

DAEMOS. YOU KILLED MY FATHER. TORE MY FAMILY APART.

NOW IT'S MY TURN.

ARRHH!

MMRRAAGGHH!

IT'S NOT ENOUGH.

IT'S STILL *NOT* ENOUGH!

DON'T GIVE UP, PAVITR. WE'VE GOT *CAPTAIN UNIVERSE* ON OUR SIDE...AND THE ENERGIES OF THE WEB OF LIFE.

I'LL FIGHT TO THE END. BUT I'M ONLY STATING FACTS. THEY'RE *TOO STRONG.*

IF WE'D JUST HAD THE CHANCE TO RECRUIT MORE OF US...

THERE YOU ALL ARE. I WAS HAVING TROUBLE FINDING YOU UNTIL A MINUTE AGO...

...WHEN I FINALLY PICKED UP THE ENERGY SIGNATURE OF THE WEB OF LIFE.

ANYWAY, SORRY IT TOOK SO LONG. POINT IS...

Spider-Man.
PETER PARKER OF EARTH-616.

Spider-Gwen.

...I GOT YOUR SPIDER-ARMY RIGHT HERE!

HEY, FOLKS. SORRY I'M LATE. BIG FIGHT WITH MORLUN.

KICKED HIS BUTT, BY THE WAY. JUST SAYIN'.

ASHLEY! SPIDER-KID! THANK GOD.

GWEN...?

GWEN!!!

IT'S REALLY YOU? NOT ANOTHER EARTH'S VERSION? OR A *GHOST* OR SOMETHING?

OOF! IT'S ME.

ALTHOUGH I DO KINDA LIKE THE SOUND OF THAT..."*GHOST-SPIDER*"...

Ghost-Spider.
GWEN STACY OF EARTH-65.

MILES! *LOOK OUT!*

IF MY CHILDREN WERE SO CARELESS, I'D HAVE TORTURED THEM FOR DAYS.

YOUR MAUDLIN EMOTIONS MAKE YOU ***WEAK.*** EASY PREY.

WRONG. MY FRIENDS *INSPIRE* ME.

TO DO THINGS LIKE COMBINE THE ENIGMA FORCE POWER...

...AND MY VENOM STRIKE!

FZSHOOM

WHOA. THAT WAS AMAZING, MILES.

TOO BAD IT'S NOT ENOUGH.

CAN I HELP?

SOLUS IS OUT OF YOUR WEIGHT CLASS. AND STOP USING MY REAL NAME, OKAY? I DON'T KNOW WHAT KIND OF *MAD MAX* DYSTOPIAN WORLD YOU'RE FROM...

DYSTOPIA--? IT'S ME! *YOUR* SPIDEY! OR THE OTHER SPIDEY. OR...

YOU MADE IT! YOU STOPPED MORLUN? DUDE, YOU'RE A MESS.

I'M VERY TIRED.

FOR REAL, I GOT THIS. MAYBE GO FIND DOC OCK, SEE IF HE NEEDS ANYTHING?

GEEZ, YOU MISS THE BEGINNING OF A BIG EVENT AND YOU'RE TOTALLY LOST.

BUT I DO KINDA FEEL LIKE A THIRD WHEEL HERE. OKAY, IF I KNOW OTTO, HE'S WITH THE SCIENCE-Y STUFF...

DOC OCK AND THE JACKAL IN THE MIDDLE OF A BUNCH OF CLONING TUBES. WHAT COULD POSSIBLY GO WRONG?

NOT THE JACKAL ANYMORE. THAT LAST DEATH/ RESURRECTION PUT ME BACK TO FACTORY SETTINGS.

YES, YOU ARE QUITE USELESS HERE, PARKER. YOU MAY LEAVE.

WAIT. PERHAPS THERE *IS* A ROLE FOR YOU.

WE MUST KILL THE INHERITORS. YOU CAN CONVINCE THE OTHERS TO PURSUE MY STRATAGEM.

WE'VE HAD THIS ARGUMENT. I'M NOT CONDONING MURDER.

OUR EXISTING SPIDER-ARMY IS EQUIPPED WITH COMMS. THEY CAN PASS THE MESSAGE TO THE NEWCOMERS.

OKAY, LISTEN UP, EVERYONE... THIS IS SPIDEY-616. THE NEXT VOICE YOU HEAR WILL BE OTTO OCTAVIUS.

BEHOLD MY PLAN... AND THINK AGAIN.

OH.

OKAY, THIS IS... INTERESTING.

AND I CAN'T BELIEVE I'M SAYING THIS, BUT...

...FOLLOW DOC OCK'S LEAD.

CAPTAIN UNIVERSE! BREAK OFF FROM SOLUS!

HA! THERE'S NOWHERE YOU CAN RUN I CAN'T FOLLOW!

I REALLY HOPE YOU KNOW WHAT YOU'RE DOING...

HE DOES. I CAN SEE THE PATTERNS. IN FACT, WITH WHAT I'VE ABSORBED FROM THE SCROLLS, I'VE SEEN THE INHERITORS' HISTORY... THIS WILL RIGHT SOME HORRIBLE WRONGS.

A *PATTERNMAKER?* FASCINATING. I HAVEN'T SEEN ONE OF YOU IN MILLENNIA.

NEARLY AS DELIGHTFUL A MEAL AS THE ENIGMA FORCE...

HEY, SOLUS. I'M BACK.

AND I'VE GOT TWO WORDS FOR YOU.

SWORD VIGOR.

SWIK

YOU'RE SUPPOSED TO CROSS YOUR ARMS WHEN YOU SAY IT.

NOTES LATER, OKAY, TAKUYA? I DON'T WANT TO THINK ABOUT WHAT I JUST DID...

FATHER!

CRIMINAL! MURDERER!

I HOPE YOU'RE WRONG ABOUT THAT. BECAUSE IF THE ENIGMA FORCE AGREES, IT'LL BAIL, AND WE ALL DIE...

...BUT IT LOOKS LIKE SPIDERLING'S RIGHT, AND DOC OCK'S PLAN MIGHT HAVE SOMETHING TO IT AFTER ALL.

OKAY, EVERYONE...

...PILE ON.

Later.

I GET THE PLAN, BUT THAT JUST DIDN'T FEEL RIGHT.

WE TRANSFERRED THEIR CONSCIOUSNESS TO CLONE BODIES. IT'S WHAT THEY'VE DONE TO *THEMSELVES* FOR MILLENNIA.

THAT'S NOT WHAT HE MEANT. I KNOW HOW YOU FEEL, MILES. BUT THIS GIVES THEM MORE OF A CHANCE THAN THEY EVER HAD.

HE'S RIGHT. BETWEEN THE SCROLLS AND THE WEB, I'VE SEEN GLIMPSES OF THEIR PAST.

SOLUS *MADE* HIS CHILDREN INTO THE MONSTERS THEY ARE. ABUSE BARELY BEGINS TO DESCRIBE IT.

THEY NEVER REALLY HAD A CHOICE.

WE'VE GOT THE OPPORTUNITY--THE *RESPONSIBILITY*-- TO GIVE THEM ONE. WE HAD TO TAKE IT.

IF THIS WORKS. HOW LONG WILL IT TAKE?

NOT LONG. IN FACT, IT SHOULD BE FINISHED...

...NOW. OPEN THE TUBES.

I CAN'T BELIEVE I'M SAYING THIS, BUT...THEY'RE ADORABLE.

WHO'S THE CUTEST LITTLE LIFE FORCE VAMPIRES? *YOU* ARE!

THEY HAVE BEEN GIVEN A NEW START...AN OPPORTUNITY TO RISE ABOVE THEIR PAST CRIMES.

SOMETHING I CAN HARDLY BEGRUDGE ANYONE.

JENNIX ACTUALLY DID SOME REMARKABLE MAPPING OF THEIR GENETIC CODE.

IT TURNS OUT SOLUS *FORCIBLY INSTILLED* THE HUNGER FOR LIFE FORCE INTO THEM. HE *CHOSE* TO BE A MONSTER... AND HE WANTED HIS CHILDREN TO BE LIKE HIM.

I RESTORED THEM TO THE WAY THEY'D BEEN. NOW THEY CAN SURVIVE ON ORDINARY FOOD. AND THEY HAVE NO MEMORY OF THEIR PAST.

I'VE GOTTA HAND IT TO YOU GUYS.

WHEN WE FINALLY STOPPED FIGHTING EACH OTHER, WE FIGURED OUT A LOT. WE SHOULD CUT A PUBLIC SERVICE ANNOUNCEMENT.

I'LL CALL THE NYPD... HAVE THEM BRING MORLUN HERE SO WE CAN DO THE SAME TO HIM.

"DON'T WANT TO LEAVE A LOOSE END LIKE HIM AROUND."

ONE QUESTION: WHO'S GOING TO, Y'KNOW...*RAISE* THEM? I THINK SOME OF YOU HAVE KIDS...

NOT IT. WE COULD BARELY HANDLE ONE, LET ALONE SIX.

I HEARD THAT.

MY BABY BROTHER IS ENOUGH OF A HANDFUL.

I THINK I CAN HELP.

THEY CALL ME *SPIDER-MA'AM*. BUT I SUPPOSE THERE'S NO HARM IN YOU KNOWING MY REAL NAME-- MAY PARKER.

AND IT'S BEEN TOO LONG SINCE I HAD THE PITTER-PATTER OF LITTLE FEET AROUND THE HOUSE.

I'VE TALKED TO MY HUSBAND AND NEPHEW ABOUT FOSTERING. THERE ARE SO MANY CHILDREN IN NEED...LIKE THESE.

I THINK WE HAVE A WINNER.

THERE IS NONE MORE WORTHY.

I GUESS THAT'S NOT TRUE FOR ME...THERE GOES THE ENIGMA FORCE. WHICH I HOPE MEANS THE CRISIS IS OVER.

MAN, THAT WAS INTENSE... HOW'D YOU HANDLE IT?

NOT HALF AS WELL AS YOU.

C'MON... LET'S FIGURE OUT HOW TO GET ALL THESE FOLKS HOME.

SO NOW YOU'RE, LIKE, THE ONLY ONE IN THE MULTIVERSE WHO CAN CROSS DIMENSIONS?

I GUESS. TO BE HONEST, IT'S PROBABLY BETTER TO PUT SOME BRAKES ON IT FOR A WHILE. UNLESS THERE'S A CRISIS.

OR OUR BAND HAS A GIG.

THAT'S ITS OWN KIND OF CRISIS.

WE'LL SEE EACH OTHER AGAIN.

IS THAT JUST A GUESS OR AN OFFICIAL VISION?

CAN YOU EVEN *HAVE* VISIONS WHEN THERE'S NO WEB OF LIFE ANYMORE?

THERE'S ALWAYS A WEB. THIS ONE BEING DESTROYED JUST MEANS SOMEONE HAS TO WEAVE A NEW ONE.

"PATTERN-MAKER." IT'S IN THE NAME.

WEIRD... YOU'RE THE PATTERNMAKER. I ASSUME MY LITTLE BROTHER'S STILL ***THE SCION*** AND SILK IS STILL ***THE BRIDE.***

BUT THERE WAS NO "***OTHER***" THIS TIME AROUND.

THERE'S ALWAYS AN OTHER, TOO.

Earth-982.

PETER BENJAMIN PARKE

Beloved Husban and Father

"AND I CAN'T SEE THE DETAILS...BUT I HAVE A FEELING IT'S SOMEONE CLOSE TO YOU."

THAT RIDICULOUS ROBOT IS REPAIRED. ENOUGH FOR MR. YAMASHIRO TO RETURN TO HIS WORLD, AT ANY RATE.

...I REGRET ANY DECEPTION I PERPETRATED TO RECRUIT YOU. YOU UNDERSTAND WHY IT WAS NECESSARY.

I UNDERSTAND THAT YOU DID THE RIGHT THING IN THE END. UNLIKE MY OTTO.

BUT THAT GUY I THOUGHT YOU WERE? YOU CAN ACTUALLY *BE* HIM, IF YOU TRY.

TAKE CARE, DOC.

HEY, 616 REPRESENT. I FEEL LIKE I SHOULD MAKE A SPEECH ABOUT HOW WHEN WE ALL WORK TOGETHER WE CAN DO ANYTHING.

PLEASE DON'T.

OTTO... AFTER YOU SAVED AUNT MAY, I SAID WE HAD A CLEAN SLATE. THAT STILL APPLIES.

SAME HERE. I MAY NOT AGREE WITH YOU OFTEN, BUT WE MANAGED TO MAKE IT WORK. FAR AS I'M CONCERNED, WE'RE COOL.

I SHALL TRY TO CONTAIN MY EMOTION.

DUDE! ALL I'M SAYING IS, IF YOU NEED A HAND, CALL. AND WE'LL DO THE SAME.

VERY WELL. LIKEWISE. BUT I ASSURE YOU, THE *SUPERIOR SPIDER-MAN* CAN DEAL WITH ANY THREATS THAT MAY ARISE.

"NO MATTER FROM WHENCE THEY COME."

The End.

VAULT OF SPIDERS #1 VARIANT BY
MARCOS MARTIN

VAULT OF SPIDERS #1

SPIDER-GEDDON

SOME TIME AGO, THE SPIDER-POWERED HEROES OF MANY UNIVERSES UNITED IN BATTLE TO DEFEAT THE INHERITORS, A FAMILY OF SUPERHUMAN BEINGS WHO FED ON THE LIFE ESSENCE OF SPIDERS. THE SPIDER-ARMY TRIUMPHED, STRANDING THEIR ENEMY ON A RADIOACTIVE PLANET, AND RETURNED TO THEIR LIVES. THE INHERITORS WAITED. THEN OTTO OCTAVIUS, ASPIRING TO BECOME THE PREDOMINANT HERO OF SAN FRANCISCO, USED THE INHERITORS' CLONING TECHNOLOGY AND OPENED A DOOR FOR THEIR RETURN.

NOW FEAST YOUR EYES ON THE SPECTACULAR BEINGS CAUGHT IN THE WEB OF LIFE AND DESTINY, FOR THIS MAY BE THE END OF EVERY SPIDER-MAN EVER!

VAULT OF SPIDERS

PROLOGUE

JED MacKAY
WRITER

SCOTT KOBLISH
PENCILER & INKER

ANDRES MOSSA
COLORIST

VC's TRAVIS LANHAM
LETTERER

THE WEB-SLINGER

CULLEN BUNN
WRITER

JAVIER PULIDO
PENCILER & INKER

MUNTSA VICENTE
COLORIST

VC's JOE CARAMAGNA
LETTERER

FINAL GALAXY BATTLE!

JED MacKAY WRITER

SHELDON VELLA PENCILER, INKER, LETTERER

SPIDER-BYTE

NILAH MAGRUDER WRITER

ALBERTO ALBUQUERQUE PENCILER & INKER

ANDREW CROSSLEY COLORIST

VC's TRAVIS LANHAM LETTERER

SAVAGE SPIDER-MAN

JAMES ASMUS
WRITER

JUAN GEDEON
PENCILER & INKER

ANDRES MOSSA
COLORIST

VC's JOE CARAMAGNA
LETTERER

GIUSEPPE CAMUNCOLI & DEAN WHITE COVER ARTISTS

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SPIDER-MAN CREATED BY STAN LEE & STEVE DITKO

SO MANY ALREADY DEAD, SO MANY ALREADY GONE.

SO MANY SOLDIERS UNABLE TO BE CALLED TO FIGHT.

WE ARE AT WAR, BILLY. A WAR WE CANNOT WIN. NO ONE CAN STAND AGAINST THE INHERITORS.

AND WHO WOULD KNOW BETTER THAN I?

BUT A WAR THAT CANNOT BE WON IS NOT THE SAME AS A WAR THAT CANNOT BE FOUGHT.

AND A WAR CANNOT BE FOUGHT WITHOUT AN ARMY.

AND AN ARMY MUST HAVE SOLDIERS.

I WILL FIND FOR YOU MORE SOLDIERS, BILLY. I WILL BRING YOU MORE SPIDERS FOR YOUR ARMY.

I WILL NEVER LET YOU DOWN.

THERE'S THEM THAT SAY TIMES ARE A'CHANGIN'...

...AND *NOT* FOR THE BETTER.

CAN'T SAY AS THEY'RE WRONG.

I DON'T KNOW A TIME WHEN THE WORLD'S *EVER* BEEN SAFE.

WELCOME TO DEAD TREE

THE CARRYING OF FIREARMS IS STRICTLY PROHIBITED

MARAUDERS! DESPERADOES!

THEY ATTACKED A WAGON BOUND FOR DEAD TREE!

THEY JUST... BUTCHERED THOSE POOR PEOPLE!

ANYONE WHO TELLS YOU DIFFERENT--WELL, THEY'RE TRYIN' TO SELL YOU SOMETHIN'.

THESE DAYS, THOUGH, THE WORLD'S JUST TURNED PLAIN MEAN AND HEARTLESS.

SAVAGE AND CRUEL.

AND SINCE NOBODY IS DOIN' A BLASTED THING ABOUT IT...

...I RECKON IT FALLS TO *ME*.

THE WEB-SLINGER

NO SIR.

NOT EVER SAFE AND PURE.

BUT THERE WAS ONCE A BIT OF... *AUSTERE*...OF *MAJESTY*...WHERE THE WEST WAS CONCERNED.

WHEN I WAS MAKIN' MY WAGE AS A *SHOOTIST* FOR THE *MEDICINE SHOW*...

...FOLKS CAME FROM FAR AND WIDE TO HEAR THE STORIES OF *ADVENTURE* I TOLD BETWEEN *TRICK SHOTS*.

NONE OF THEM STORIES WERE *TRUE*, OF COURSE.

BUT THAT DIDN'T STOP THEM FROM *LISTENIN'* ANY MORE THAN IT STOPPED ME FROM *TELLIN'* THE TALES.

AND THE DOC, WELL, HE CAPITALIZED ON THEIR RAPT ATTENTION...

...BY SELLIN' HIS *MIRACLE ELIXIR*.

THAT *SNAKE OIL* WAS *WORTHLESS*, SAYS I...

...MORE *TURPENTINE* AND *CHILI PEPPERS* THAN ANYTHING ELSE...

...BUT THE DOC SWORE HE HAD LEARNED THE RECIPE FROM A GENUINE APACHE SHAMAN...

...AND THAT DRINKIN' THE HORRID STUFF WOULD HELP FOLKS *CHANGE* RIGHT ALONG WITH THE *CHANGIN' TIMES*.

ALL THINGS CONSIDERED?

MAYBE I SHOULD'VE *BELIEVED* THAT OL' CARPETBAGGER.

IT CAN'T BE--

DOC?

HHSSSSSSSSSSS

WEB-SLINGER!

MY WORK HERE IS NONE OF YOUR CONCERN!

YOU HAVE MADE A TERRIBLE ERROR IN JUDGMENT BY STALKING *ME!*

EXTRAVAGANZA

ELIXIR

YOU MIGHT BE RIGHT ABOUT THAT.

BUT I'M HERE JUST THE SAME.

AND I RECKON I AIN'T LEAVIN' WITHOUT THEM ***WHIPPER-SNAPPERS.***

WE'LL JUST *SEE* ABOUT THAT!

HHSSS

LOOKS LIKE THE DOC'S BEEN SIPPIN' HIS ELIXIR TOO.

ONLY IT TURNED HIM INTO A *MONSTER.*

A GALL-DURNED ***BLOOD-SUCKER!***

THESE DAYS, MY REFLEXES ARE *SHARPER* THAN THEY EVER WERE...

...AN' THEY WERE *ALREADY* SHARP.

DOC-- WHAT IN *TARNATION* HAS GOTTEN INTO YOU?

BLAM

TWHAPP

MURDERIN' FOLKS... KIDNAPPIN' CHILDREN...

...THE MAN I KNOW WAS A *CHARLATAN*, BUT HE WASN'T--

I'VE ALWAYS BEEN A *DEADEYE* WITH SMOKE WAGONS.

BUT NOW I COULD SHOOT THE WHISKERS OFF A *GNAT'S BACK* IF I WANTED.

WHAT DO *YOU* KNOW?

YOU DON'T KNOW ME!

MY *AGONY--IT'S UNFATHOMABLE* TO YOU!

PISTOLERO OR NOT, I GOT NO TASTE FOR BLOODSHED.

THOUGH I CAN AT TIMES BE PERSUADED TO PUT ASIDE MY NONVIOLENT WAYS.

WACK

KRASMASH

YOU FOOL!
IF YOU RUIN MY WORK, WHAT WILL I BECOME?
I NEED THOSE CHILDREN!
I NEED THEIR VITALITY!
WITHOUT THEM, I'LL NEVER CURE MYSELF!
I'LL ALWAYS BE A MONSTER--
UNNF!
WAKE UP!
YOU YOUNG'UNS-- WAKE UP!
YOU'VE GOT TO GET OUT OF HERE WHILE YOU CAN!
I WON'T LET YOU TAKE--
WHU--
N-NO!
MY CHEMICALS!
WHEN THEY TOUCH THE FLAME--
WEB-SLINGER!
YOU MUST FLEE!
TAKE THE CHILDREN!
EVEN IF I CANNOT CURE MYSELF, I WILL NOT BE A MONSTER!
MY LAB IS GOING TO--
WABOOM

LIKE I SAID...

...TIMES ARE A-CHANGIN'.

AND PEOPLE CHANGE RIGHT ALONG WITH THEM.

SOMETIMES FOR THE *BETTER*...

...SOMETIMES FOR THE *WORSE*.

CHANGIN' TIMES, THOUGH, THEY AIN'T GOT NOTHIN' TO DO WITH WHICH WAY YOU END UP.

IS THAT...

IS THAT HORSE WEARING A *MASK?*

YEAH, DARLIN'.

YEAH, HE IS.

ONLY THING MATTERS IN THAT RESPECT--IS YOUR OWN *GRIT*.

THE END

第78章
最終銀河戦
CHAPTER 78: FINAL GALAXY BATTLE

SPIDER-MAN

ANOTHER HOT WHAM F.P. SCAN!

ART: SHELDON VELLA

WRITING: JED MACKAY

UWA AA GH!!

MACHINE BEM GIGA MONSTER VEGA, GO!

OOR RAA AAA!!

LEO- PARDON, GO!

ドヒュッッッ

ドヒュッッッ

THERE IS NO ESCAPE, SPIDER-MAN!

I AM NO LONGER PROFESSOR MONSTER...

I AM NOW PRIME MINISTER MONSTER!

KII!

KII!

KII!

DICTATOR! YOU WERE NOT DEMO-CRATICALLY ELECTED!

YOU CANNOT EXTINGUISH THE BURNING VIGOR OF A MAN! I YEARN FOR YOUR DESTRUCTION!

KII!

KII!

KII!

LEOPARDON! ARC TURN!

KII!

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KII!

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WHAT? WHERE HAS HE GONE?

ギョ

!!

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THE EMPEROR OF DEMONS!

THE GOD OF DEATH!

SPIDER MACHINE GP-7

THE EMISSARY OF HELL!

SPIDER-MAN!

ATTACK

ガッ

HRK!

ガッ

ざっ

JUSTICE! A TYRANT DEPOSED! A PEOPLE AVENGED!

IMPUDENT HUMAN! YOU HAVE THE BLOOD OF THE SPIDER, BUT YOU ARE JUST A MAN!

I AM BOTH SPIDER AND MAN!

THE STRENGTH OF THE SPIDER! THE HOT BLOOD OF A MAN! TWO HALVES COMING TOGETHER AS A GREATER WHOLE!

LEO- PARDON! SWORD VIGOR!

すん

NOW, YOU WILL FACE JUSTICE FOR THE PEOPLE YOU DESTROYED!

ガシ

ヒュン

ポトス

GYA AO OO!!

ぴゅん

NO! IT IS NOT THE PEOPLE OF PLANET EARTH YOU WILL FACE, PRIME MINISTER MONSTER!

LEOPARDON! SET A COURSE FOR THE M77 NEBULA OF THE 17TH MILKY WAY!

NO!

カタ

カタ

YEAH YEAH YEAH WOW!

YES! ONWARDS TO PLANET SPIDER!!

つづく

MY WORLD ISN'T TOO DIFFERENT FROM YOURS

Peter Parker Memorial Science & Technology Building

HAVE YOU SEEN MARGO?

PROBABLY IN THE COMPUTER LAB AGAIN.

THESE DAYS, WE DO *EVERYTHING* ONLINE

IT'S GONE? IT'S *ALL* GONE? THAT'S ALL THE MONEY I HAD!

I DON'T UNDERSTAND HOW MY *IDENTITY* WAS STOLEN... I'M SO CAREFUL...

I LOVE YOU.

I LOVE YOU TOO!

AND I MEAN EVERYTHING

'SCUSE ME! SORRY!

GET A ROOM, LOVEBIRDS!

IS THAT...?

SPIDER-BYTE?

HEY, IT'S SPIDER-BYTE!

GET 'IM, SPIDER-BYTE!

EVERYONE NEEDS A HERO... EVEN ON THE WORLD WIDE WEB

YO, COULD YOU SLOW DOWN?!

WHOA...COOL SCRIPT.

I LIKE TO THINK OF IT AS COMMUNITY SERVICE. SOMETHING TO DO BETWEEN CLASSES.

13:48

CAN WE HURRY THIS UP? I'VE GOT STATISTICS CLASS IN, LIKE, TEN MINUTES. AND *YOU*--

--HAVE A DATE--

--WITH THE C.C.I.!*

*CYBER CRIMES INVESTIGATION.

AND THAT'S GOING BACK TO THE ACCOUNT YOU STOLE IT FROM. HASN'T ANYONE EVER TOLD YOU--CRIME DOESN'T PAY!

AW, C'MON, THAT WAS A GOOD ONE! DON'T YOU LIKE MY *CENTS* OF HUMOR!

MARGO?

13:55

OH SHOOT.

SEE YA. DON'T WORRY, THE C.C.I. WILL BE ALONG FOR YOU SOON!

HERE YOU ARE! IT'S TIME FOR CLASS. WHAT WERE YOU DOING?

JUST CHECKING EMAIL, Y'KNOW.

AGAIN?

WE ALL DESERVE A LITTLE PRIVACY

IT'S... IT'S BACK? ALL OF IT??? OH MY GOSH!

SOMEWHERE IN A SAVAGE LAND...

IS THERE A PROBLEM, MR. FISK? PREFER A DIFFERENT WEAPON, OR--?

NO. MERELY ENJOYING THE SIGHT OF ***TRUE NATURE.*** NO GUILE. NO PRETENSE.

NO IDEA WHAT'S COMING FOR IT.

DEATH.

I FELT IT, IN THE WEB OF LIFE.

VIOLENCE ALWAYS REVERBERATES IN MY SPIDER-SENSES--

--BUT NOT LIKE THAT.

SOME DEATHS JUST AREN'T... RIGHT.

NOT THE NATURAL ORDER OF THINGS.

KINGLINE

I WAS *YOUNG*...

...BUT I UNDERSTOOD IT WAS *NATURAL* THAT MY PARENTS GAVE *ME* THE *ONLY PARACHUTE.*

AND *NATURALLY,* THEY COULDN'T HAVE KNOWN THE HELL OUR PLANE EXPLODED OVER.

THE WAY *NO* OUTSIDER COULD *SURVIVE* THIS *SAVAGE LAND.*

NOT WITHOUT BEING *CLAIMED* BY SOME OF ITS NATIVES.

I'VE COME TO REGARD *MY* INITIATION AS THE *TRIAL OF 1,000 VENOMS.*

BITES. POISON FLOODING MY BLOODSTREAM. TILL MY HEART AND MY BRAIN WERE ABOUT TO *BURST.*

THEN THEY WOULD *STOP.* LONG ENOUGH FOR ME TO *HEAL. I WAS BETTER* THAN BEFORE. *STRONGER. NEW SENSES* GROWING IN THE DARK.

ONLY FOR THE CYCLE TO BEGIN AGAIN...

...UNTIL, AFTER *YEARS,* I WAS STRONG ENOUGH TO *PROTECT* THIS LAND.

FROM MEN LIKE *YOU--*

--KA-ZAR THE HUNTER.

IF YOU'D LIKE TO ADD *PTERANODON* TO YOUR TROPHIES, THEY USUALLY NEST UP AHEAD.

I ASSURE YOU, MY INTERESTS ARE FAR MORE... PARTICULAR THAN YOUR USUAL CLIENTELE, MR. PLUNDER.

WELL, MY FATHER KILLED THE LAST OF THE MAN-APES *YEARS* AGO.

PERHAPS--

TWIP

FFFFF

MR. FISK-- MOVE!

G'HAAA!

KEVIN.

BREATHE. YOU UNDOUBTEDLY HAVE ***BROKEN BONES.*** BUT IF THIS TRAP WAS MEANT TO *IMPALE* YOU--

IT...IT *WASN'T.*

GGRRAAAA--!

WILSON FISK.

AH! INCREDIBLE...! THE STORIES WERE TRUE!

THE SAVAGE SPIDER-MAN...

...PETER PARKER.

MR. FISK--THANK YOU AGAIN FOR OFFERING YOUR PLANE.

AND THANKS FOR ACCOMMODATING PETER. WE...DON'T USUALLY BRING OUR SON. HE WAS GOING TO STAY WITH HIS AUNT, BUT THEN HER HUSBAND--

NO NEED TO APOLOGIZE. IF WHAT YOU'RE INVESTIGATING IS TRUE, THE CRIMINALS BEHIND SUCH HORRORS MUST BE EXPOSED.

I SIMPLY HAD TO SEE IT MYSELF TO BELIEVE IT.

CONSIDER IT A TESTAMENT TO YOUR PARENTS' INTEGRITY, YOUNG MAN, THAT IT WAS EASIER TO COVER THEIR ***DEATHS*** THAN IT WOULD HAVE BEEN TO BUY THEIR ***SILENCE*** ONCE THEY FOUND THEIR ANSWERS.

YOU, HOWEVER... WERE SIMPLY A ***HANGING THREAD.***

SOME DEATHS VIOLATE ***NATURAL ORDER.***

BREAK THE WEB OF LIFE.

BUT ***MOST*** ARE PERFECTLY NATURAL.

THE ***STRONG*** WILL ATTACK THE ***VULNERABLE.***

FAMILIES WILL DEFEND THEIR ***OWN.***

THE ***INSATIABLE*** WILL ***HUNT.***

SPIDERS HUNT TOO, OF COURSE.

BUT WE HAVE THE PATIENCE TO ***WAIT*** FOR OUR PREY TO COME TO ***US.***

VAULT OF SPIDERS #2 VARIANT BY
MARCOS MARTIN

MEET CAPTAIN
GEORGE STACY, A.K.A.
THE SPIDER!

SEE POLITE JUSTICE
COURTESY OF MAY PARKER,
SPIDER-MA'AM!

DON'T MISS THE CREEPIEST
SPIDER-TALE EVER, WITH
SPIDERS-MAN!

SPIDER-GEDDON

SOME TIME AGO, THE SPIDER-POWERED HEROES OF MANY UNIVERSES UNITED IN BATTLE TO DEFEAT THE INHERITORS, A FAMILY OF SUPER-HUMAN BEINGS WHO FED ON THE LIFE ESSENCE OF SPIDERS. THE SPIDER-ARMY TRIUMPHED, STRANDING THEIR ENEMY ON A RADIOACTIVE PLANET, AND RETURNED TO THEIR LIVES. THE INHERITORS WAITED. THEN OTTO OCTAVIUS, ASPIRING TO BECOME THE PREDOMINANT HERO OF SAN FRANCISCO, USED THE INHERITORS' CLONING TECHNOLOGY AND OPENED A DOOR FOR THEIR RETURN.

NOW FEAST YOUR EYES ON THE SPECTACULAR BEINGS CAUGHT IN THE WEB OF LIFE AND DESTINY, FOR THIS MAY BE THE END OF EVERY SPIDER-MAN EVER!

VAULT OF SPIDERS

PROLOGUE

JED MacKAY
WRITER

SCOTT KOBLISH
PENCILER & INKER

ANDRES MOSSA
COLORIST

SPIDERS-MAN

CULLEN BUNN
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NO... I MUST HAVE MORE SPIDER-WARRIORS!

BUT THERE ARE TOO FEW, *TOO FEW*...

TODAY A NEW WORLD ORDER BEGINS

WE WILL LOSE THIS WAR, BILLY.

NO. *YOU* WOULD NOT GIVE UP LIKE THIS.

I WILL FIND YOU MORE. MORE! OUR *SPIDER-ARMY* WILL BE *LEGION!*

NEW YORK, NEW YORK.

THOUGH MOST PEOPLE CALL IT *CRUEL YORK* THESE DAYS.

PIZZA

THE CITY OF *NIGHTMARES*...

...WHERE ONCE THERE HAD BEEN *DREAMS*...

...OF *HOPE*...

...AND OF *LIES*.

HEY! LET GO!

Y-YOU! WHAT DO YOU THINK YOU'RE DOING?!

THEY'LL *SEE* YOU!

THEY'LL SEE YOU AND THEY'LL COME FOR ALL OF US!

YOU CAN'T BE OUT WITHOUT A DISGUISE, NOT ON--

"--GOBLIN NIGHT!"

RUN! RUN! *RUN!*

RUN FOR YOUR LIVES!

YOU CAN'T ESCAPE!

BUT AT LEAST YOU MAKE THE *GREAT HUNT* ENTERTAINING!

HA HA HA HA

HA HA HA HA HA!

GRAB THEM UP!

AS MANY AS YOU CAN!

THE *GOBLIN QUEEN* DEMANDS *SACRIFICE!*

THEY THOUGHT *FACE PAINT* MIGHT SAVE THEM!

PATHETIC!

DID THEY BELIEVE WE COULDN'T TELL *REAL MONSTERS* FROM *CATTLE?*

THROOM

HRAAAAA!

NO!

NO, PLEASE!

Y'OUGHT TO *THANK* US!

GIVING YOU TO THE QUEEN IS A *MERCY* COMPARED TO WHAT WE'D DO WITH YOU!

WELL, HELLO, PRETTY-PRETTY!

AHH--

GO AHEAD AND *SCREAM* IF YOU LIKE!

IT'S SUCH A *SWEET SOUND...*

...BUT THERE'S NO ONE TO HELP YOU--

GET AWAY FROM HER!

THROK

GWEN!

ARE YOU ALL RIGHT?

DID HE HURT YOU?

MY SPIDER... ALWAYS LOOKING OUT FOR ME.

DON'T.

DON'T, PLEASE.

GET HIM.

TEAR HIM DOWN.

WE'LL FEED HIM TO THE QUEEN.

SHE DOESN'T UNDERSTAND..

SHE DOESN'T UNDERSTAND WHY I PUSH HER AWAY.

GWEN STACY HAS BEEN WITH ME SINCE THE BEGINNING.

HORIZON LABS!

THE THINGS THEY DO HERE--THEY'RE BLEEDING EDGE!

PETER, CAN YOU EVEN BELIEVE WE'RE HERE?

NO, GWEN, NOT AT ALL.

NONE OF THIS SEEMS *REAL.*

WELL, I ASSURE YOU, IT IS.

YOU TWO ARE SOME OF THE BRIGHTEST YOUNG MINDS I'VE EVER ENCOUNTERED.

YOU'VE *EARNED* YOUR PLACE HERE.

BUT EVERYTHING HAS CHANGED.

GET OFF ME!

GET HIM OFF ME!

HOW COULD SHE POSSIBLY UNDERSTAND NOW?

ARE THOSE--

SPIDERS, MY BOY.

THEY'RE PART OF A NEW EXPERIMENT IN GENETIC ALTERATION.

WE'VE BEEN BOMBARDING THEM WITH A VARIETY OF RADIOACTIVE PARTICLES--

SPIDERS!

THAT'S HORRIBLE!

I *HATE* SPIDERS!

I DON'T EVEN UNDERSTAND IT MYSELF.

THRAASH

AGGH!

I'M NOT THE MAN I WAS.

NOT AFTER THE ACCIDENT.

AAAAAGGH!

PETER!

SLLLLSH

I CAN'T BE SURE--

--BUT I THINK PETER PARKER DIED THAT DAY.

THIS...THING ONLY THINKS IT'S STILL ME.

WWHUFF!

THE CLUSTER OF SPIDERS SOMEHOW *ABSORBING* MY CONSCIOUSNESS IN MY FINAL; TERRIFIED MOMENTS.

SPIDERS!

THEY'RE ALL OVER ME!

THEY'RE CRAWLING IN MY MASK!

THEY MASQUERADE AS THE MAN I ONCE WAS.

GOBLIN QUEEN! PROTECT ME!

AND WHILE THE SPIDERS DO NOT FEEL PAIN...

...THE MAN THEY ONCE WERE CERTAINLY DOES.

N-NO.
JUST STAY BACK.
DON'T COME ANY CLOSER.
PETER, WE CAN HELP YOU.
AT HORIZON... WE'VE BEEN WORKING ON SOMETHING THAT--
DO YOU THINK I AM A MAN?
DO YOU THINK YOU CAN BRING ME BACK FROM THIS?
EVEN IF YOU DID... COULD YOU EVER LOOK AT ME AGAIN WITHOUT THINKING ABOUT THIS *MONSTER* I BECAME?
STAY AWAY FROM ME, GWEN.
PETER-- PLEASE!
LISTEN TO ME!
JUST HEAR ME--
--OUT.
FIN.

BITTEN BY A RADIOACTIVE SPIDER, ***MAY PARKER*** GAINS ITS PROPORTIONAL SPEED, STRENGTH AND AGILITY! SHE INITIALLY USES HER POWERS ONLY TO PROTECT HER BOOKISH NEPHEW, ***PETER,*** WHO BECAME HER RESPONSIBILITY AFTER THE DEATH OF HIS PARENTS...BUT EVERYTHING CHANGES WHEN SHE TENDS TO PETER DURING A ROBBERY INSTEAD OF CAPTURING THE CRIMINAL, WHO GOES ON TO ALMOST KILL HER HUSBAND, ***BEN,*** THAT VERY NIGHT! MAY SWEARS TO USE HER POWERS NOT JUST TO PROTECT PETER BUT THE WHOLE WORLD TOO. IT'S A GREAT RESPONSIBILITY, BUT WITH IT COMES A GREAT POWER...FOR

THE SPECTACULAR SPIDER-MA'AM!

GRACIOUS! I'D WAGER WE ***STILL*** HAVEN'T FOUND THE LIMITS OF YOUR NEW "WEBBING," PETER! I THINK WE CAN CALL THIS TEST A ***COMPLETE SUCCESS!***

GOSH, THANK YOU! YOU'LL BE ABLE TO GET AROUND THE CITY ***MUCH*** EASIER NOW-- AND THE NEW SUB-VOCAL TRANSMITTER MEANS WE'LL BE ABLE TO STAY IN TOUCH WHEN YOU DO!

THWIP

I STILL FEEL LIKE I OWE YOU BOTH AN ***APOLOGY.*** TO THINK OF ALL THE TIME I FRETTED ABOUT SHARING MY SECRET, ALWAYS WORRIED IT WOULD CHANGE MY RELATIONSHIP WITH BEN, OR THAT YOUR NERVOUS DISPOSITION, PETER, WOULD MEAN YOU COULDN'T TAKE THE NEWS...

AWW, AUNT MAY, I'D HAVE PROBABLY DONE THE SAME IF OUR POSITIONS WERE REVERSED! YOU ALWAYS WANT TO PROTECT THE ONES YOU LOVE, RIGHT?

YOU ***DO.*** YOU'RE A GOOD BOY, PETER. I'M SO PROUD OF YOU.

HEY! I'D SAY HIS ***UNCLE*** GETS A LITTLE OF THE CREDIT HERE, DOESN'T HE?

BEN, YOU SCALLYWAG. LET THE BOY HAVE HIS COMPLIMENT.

AND I MEAN IT, PETER. THIS WEBBING AND THE SHOOTERS TO GO WITH IT REALLY ARE SOMETHING SPECIAL. I FEEL LIKE I COULD SPIN A WEB OF *ANY* SIZE.

THWIP

THAT'S THE HOPE, AUNT MAY! WITH YOUR NEW POWERS, UNCLE BEN'S WISDOM AND MY SCIENCE ABILITIES, I'M SURE THE THREE OF US WILL BE ABLE TO MAKE THE WORLD A *MUCH* BETTER PL--

HOLD ON.

SOMETHING'S HAPPENING IN MIDTOWN.

SPEAK TO ME, PETEY.

LOOKS LIKE A BANK ROBBERY, 34TH AND 8TH.

I'M ON MY WAY.

THWIP!

BE CAREFUL! I'M LOOKING AT THE CHATTER ONLINE FROM WITNESSES, AND BASED ON HOW HE ARRIVED...

"...WELL, IT LOOKS LIKE THIS PERP CAN *FLY.*"

CRY ALL YOU WANT, PLEBES! *THE VULTURE* TAKES AS HE WISHES!

"THE VULTURE"? MY WORD, WHAT A HORRID NAME.

HUH?

THOUGH I SUPPOSE IT MAKES SENSE THAT AN ANTISOCIAL HOOLIGAN LIKE YOURSELF WOULD LOOK UP TO A *CARRION*-FEEDING *SCAVENGER.*

SPIDER-MA'AM. SO THE RUMORS ARE TRUE.

YOU *ARE* REAL.

REAL AS THE DICKENS, MY FEATHERED FRIEND! AND I'M AFRAID I CAN'T LET YOU ROB THAT BANK, NO MATTER HOW MUCH YOU DRESS LIKE A BIRD.

"DRESS LIKE A BIRD"? I DON'T--

I HAVE *BECOME* THE BIRD, WOMAN!

I AM *THE VULTURE!!!*

THAT'S NICE, DEAR.

IT'S GOOD TO HAVE AN ACTIVE FANTASY LIFE.

SMAK

HONESTLY, IT'S LIKE YOU WEREN'T EVEN *THINKING* OF THE RETIREES THAT HAVE THEIR LIFE SAVINGS IN THERE.

FOR SHAME.

GREAT! LET'S--

THAT'S THE ROBBERY TAKEN CARE OF, LOVES.

WAIT, DON'T LET YOUR GUARD DOWN, AUNT MAY! WITNESSES REPORT HIS SUIT BEING FILLED WITH TRICK COMPARTMENTS! IF HE FIRES THEM, HE'LL--

RWWEEEEEEE

SNIK-SNIK-SNIK

GOOD HEAVENS! BUT IF YOU THINK I CAN'T DODGE YOUR *WING BLADES*...

...YOU'VE GOT ANOTHER THING COMING, MISTER!

AND SO DO *YOU*--NOW THAT YOU'RE TOO OFF-BALANCE TO DODGE *THIS!*

I--

OOF!

SMAK

YOU--YOU *VILLAIN!*

I'LL THANK YOU *KINDLY* TO KEEP YOUR FISTS...

SMAK

...TO YOURSELF!

THAT *WEBBING* YOU CAME IN ON--THAT WASN'T PART OF WHAT I'D HEARD. THAT'S NEW.

YES, IT IS. MY *TEAM* MADE IT FOR ME.

DO *YOU* HAVE A TEAM THAT LOVES YOU, VULTURE, OR DO YOU ACT OUT LIKE THIS SIMPLY FOR THE ATTENTION?

PLEASE. I AM A *BRILLIANT ENGINEER,* ONE WHO ROBS BANKS ONLY TO PUT *SOCIETY'S* MONEY TO BETTER USE IN FURTHERING MY *EXPERIMENTS.* EXPERIMENTS, YOU WILL NOTE, WHICH HAVE *ALREADY* BORNE FRUIT.

OR ARE YOU TOO DENSE TO REALIZE I'M HOVERING IN A GENIUS HARNESS OF MY OWN DESIGN THAT ALLOWS INDIVIDUAL, SELF-GUIDED, HEAVIER-THAN-AIR *FLIGHT?*

THE TRULY BRILLIANT *NEED* NO ONE ELSE!!!

NO TIME TO DODGE *THIS* TIME--BUT IF I CAN USE PETEY'S WEB-SHOOTERS AS AN *OFFENSIVE* WEAPON, I JUST MIGHT BE ABLE TO--

THWIP

YES! TAKE THAT!

LET THIS BE A LESSON, YOU RAPSCALLION!

ATTACK ME, AND YOU'LL FIND YOURSELF ATTACKING *ALL* OF TEAM SPIDER-MA'AM!

OH, SPIDER-MA'AM.

YOU REALLY ARE A *DISAPPOINTMENT.*

A LUCKY SHOT, DONE WITH SOMEONE ELSE'S WEBBING, AND YOU THINK YOU'RE SOME KIND OF ***HERO.*** IF I MUST HAVE AN ***ARCHENEMY,*** I WOULD'VE AT LEAST PREFERRED SHE WAS ***COMPETENT.***

INSTEAD I GET YOU.

A WOMAN WHO CAN'T EVEN ***FIGHT ME*** WITHOUT HELP.

A ***LEECH*** WHO ***FEEDS*** ON THE BRILLIANCE OF OTHERS.

AND NO AMOUNT OF LEECHES CAN EVER STOP ***THE VULTURE!***

WELL, ANSWER ME THIS, "VULTURE"...

THWIP

...ARE ALL COSTUMED CRIMINALS QUITE SO ***RUDE,*** OR IS THAT SOMETHING ***YOU*** SPECIALIZE IN?

AUNT MAY! WHAT'S GOING ON?

DON'T WORRY, LOVES! I'M FINE! I'M JUST--OH MY GOODNESS, I'M FLYING!

I "WEB-SLUNG" ON TO THE BACK OF HIS FLYING HARNESS!

WHAT?! THE WEBBING WASN'T DESIGNED FOR THAT KIND OF TENSILE FORCE! UNCLE BEN--IF IT SNAPS, SHE'LL ***DIE!***

PETER!

WE ***MUTE*** THE TRANSMITTER BEFORE WE SHARE OUR THOUGHTS OF DOOM AND GLOOM.

SORRY! SORRY, AUNT MAY!

THAT'S OKAY, PETER! I DON'T MIND! IT'S ALWAYS GOOD WHEN YOU EXPRESS WHAT YOU'RE FEELING, DARLING!

YOU'RE NOTHING WITHOUT THE PEOPLE HELPING YOU. YOU *SURE* THIS BORROWED TECH CAN HOLD YOU, SPIDER-MA'AM?

OR WILL YOU INSTEAD SOON BE FALLING TO YOUR *DEATH* FROM 30,000 FEET?

OKAY, MAY, YOU'RE BEING PULLED BEHIND A CRAZED EGOIST HIGH ABOVE THE CITY. HOW DO YOU GET YOURSELF INTO THESE SITUATIONS? AND MORE TO THE POINT--

HOW DO YOU GET *OUT* OF IT?

OF *COURSE* PETER'S *WEBBING!*

THE HEAT FROM VULTURE'S VEST IS *COOKING* IT

PETER! WHAT HAPPENS TO YOUR WEBBING WHEN IT'S *COOKED?*

COOKED? MAY, WE DIDN'T TEST FOR--

THWIP

QUICKLY, PETER!

...I MEAN, IN *THEORY,* THE MOLECULAR STRUCTURE WILL FUSE AND CREATE A HARDER AND MORE BRITTLE POLYMER, BUT-- KLIK

TURNED OFF THE RADIO FOR A SPELL. GOT TO FOCUS.

I'LL WORRY. POOR PETER. BLESS HIS HEART. BUT BEN CAN KEEP HIM CALM.

AND I'LL BE *DARNED* IF AFTER SPENDING FIFTEEN YEARS BAKING PETER'S WHEAT CAKES I DON'T KNOW WHAT COLORS INDICATE *DONENESS*

GOT TO WAIT 'TIL THE PRECISE RIGHT MOMENT. THE PRECISE RIGHT HARD-NESS AND--

KSH

-NOW!

WHAT ARE YOU DOING NOW, YOU--

PERFECT. SHARP AND COOKED SOLID ALL THE WAY THROUGH. IT'S JUST THE THING--

FWAP

FOR A SPIDER-MA'AM IN NEED OF A *SPEAR!*

NO!

NO! NO, YOU FOOL!
YOU'LL KILL US BOTH!
I THINK NOT, VULTURE.
ONE FAULT IN YOUR "BRILLIANT SUIT" MIGHT BE ENOUGH TO KILL *YOU*, BUT LIKE I SAY...
...I'VE GOT A *TEAM* HELPING ME. AND WE KNOW WE'RE ALWAYS STRONGER *TOGETHER* THAN WE ARE *APART.*
I TRULY HOPE THAT ONE DAY YOU LEARN THAT WORKING IN A TEAM ISN'T A *WEAKNESS*, VULTURE. IT'S A STRENGTH.
WHAT YOU'RE DOING IS EASY. ANYONE CAN BE A *WEIRD* ANGRY LONER WHO YELLS ABOUT HOW SMART HE IS. YOU *KNOW* THAT, RIGHT?
AND LOOK AT THAT! WE'RE SWINGING IN RIGHT ABOVE A POLICE STATION.
POLICE! I'VE GOT A GIFT-WRAPPED CRIMINAL FOR YOU!
...ARE YOU CERTAIN YOU'RE EATING ENOUGH, OFFICERS? YOU'RE BOTH SO *SKINNY!*
NO! I CANNOT BE *DEFEATED* IN SUCH A WAY! *THE VULTURE WILL NEVER LOSE TO A SPIDER!*
WELL, I'M AFRAID YOU DID. BUT IF IT'S ANY CONSOLATION, DEAR: "SPIDER" IS MORE OF A *COSTUME* TO ME THAN MY IDENTITY.
IN TRUTH, I'M REALLY JUST YOUR FRIENDLY NEIGHBORHOOD *AUNT!*
...WELL, SHE DOESN'T LOOK LIKE ANY ANT *I'VE* EVER SEEN.
RIGHT?!
THE END

TELL THEM! TELL THEM I'M SERIOUS! I NEED THE FREQUENCY!

E.B. BRANT WNWZ

UH. OKAY. SO, *AGAIN.* THIS IS E.B. BRANT FOR MURROWTRIBE.COM.

E.B. BRANT WNWZ

LIKE I SAID *FIVE MINUTES AGO,* WE'VE GOT A FULL-ON SUPER-POWER HOSTAGE SITUATION GOING ON AT THE BRAND CORP LAB IN QUEENS.

DUNNO HOW MANY OF US ARE IN HERE BUT IT'S MORE THAN TEN AND IT'S GETTING TENSE, OKAY?

SO, COPS, FBI, WHOEVER'S COMING, CAN YOU BRING THIS NICE LADY HER FREQUENCY? *PLEASE.*

GET THE LEAD OUT, PEOPLE! SCRAMBLE! THIS IS A *CODE BLUE!* MOVE!

THE THREE-SIX HAS A SQUAD ON THE SITE, CAPTAIN. WE SHOULD--

WE'RE GOING. YOU'RE STILL ON THE INJURED LIST. TWO MORE WEEKS, GEORGE. YOU KNOW THE RULES.

THE LEG'S FINE, CAP. YOU KNOW IT'S--

YOU KNOW THE JOB. WE GO WHERE WE'RE NEEDED. WE DO WHAT WE CAN. SIT. STAY.

THAT'S AN ORDER, DETECTIVE.

RIGHT. WHERE I'M NEEDED.

STACY

WHAT I CAN.

ARE WE REALLY DOING THIS, GEORGY BOY? AGAIN?

YEAH...

WE'RE DOING THIS.

HM. TEN-MINUTE DRIVE TO THE BRAND BUILDING AT BEST SPEED.

GUESS IT'S A RACE.

"YOU CAN'T WIN THIS.

"DON'T YOU *GET* IT? YOU TOOK TOO LONG."

YOU WANTED COPS, RIGHT? WELL, BY NOW I'M BETTING THIS WHOLE PLACE IS SURROUNDED.

HEY! YOU LISTENING? YOU NEED TO RETHINK THIS THING.

I'M THE REPORTER! LET THESE PEOPLE GO AND JUST KEEP ME!

BRAVE, MS. BRANT. BUT STUPID.

EEP!

WHO-- WHO ARE YOU?

NOT IMPORTANT. JUST TELL ME WHAT I'M UP AGAINST HERE.

UP AGAINST? WHAT, YOU MEAN *THE SHOCKER?*

THE SHOCKER?

WHAT IS IT?

MAX! I WANT MAX! WHAT'S THE FREQUENCY? TELL ME!

!

YEAH. I'M CALLING HER THE SHOCKER. SHE'S ELECTRIC.

THANKS. I GOT THAT!

THE FILES ARE EMPTY! I NEED THE FREQUENCY!

FREQUENCY?

I DUNNO, MAN! SHE'S BEEN RANTING ABOUT IT THE WHOLE TIME!

I WANT MY SON, YOU MONSTERS!

QUIT JUMPING AROUND, WILL YA?! DO SOMETHING!

HEY! SHUT IT! I'M TRYING! I'M--

AGH!

TRY HARDER! THIS CHICK'S GONNA BLOW!

I *SEE* THAT! I'M JUST--

OKAY... WE'RE DONE HERE.

THE FREQUENCY! WHAT'S THE FREQUENCY?!

P-KOW

KRAKABOOM

"THAT'S YOUR STORY. GUY IN BLACK TAKES OUT THE PERP--THE SUPER-POWERED PERP--ALL BY HIMSELF?"

"FOR THE EIGHTH TIME, MAN, *YES.*"

SO, *UH*... THANKS?

JUST DOING MY JOB.

HEY! WAIT! DON'T GO YET! HEY! AT LEAST GIVE ME A NAME!

"AND THAT'S IT? HE JUST LEAVES?"

LOOK, WHAT DO YOU WANT FROM ME? YOU GRILL ALL YOUR FREED HOSTAGES LIKE THIS?

I'M JUST TRYING TO GET IT ALL STRAIGHT, MISS BRANT. LOOK AT IT FROM MY SIDE.

I GOT TWO POTENTIAL PERPS HERE. ONE IN A CELL AND ONE IN THE WIND. YOUR STORY ISN'T HELPING ME.

IT'S GONNA BE THE SAME STORY NO MATTER HOW MANY TIMES I TELL IT.

TIK TAK TAK TAK TIK

MASKED HERO POPS IN, SAVES THE DAY, POPS OUT, THE END?

YEP. RAN UP THE WALL AND OUT! POOF!

NYPD

TAK TAK TIK TIK TAK

"RAN UP THE WALL"?

THAT'S WHAT I SAID, CAPTAIN LINCOLN.

NYPD

BRAND CORPORATION: OPE

NYPD

WHAT, LIKE SOMETHING IN A CARTOON?

NO, MAN. MORE LIKE A *SPIDER.*

BRAND CORPORATION: OPEN INVESTIGATION

End file›

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MARVEL T